



DEPARTMENT OF HEALTH AND HUMAN SERVICES
DIVISION OF HEALTH SERVICE REGULATION

ROY COOPER
GOVERNOR

MANDY COHEN, MD, MPH
SECRETARY

MARK PAYNE
DIRECTOR

May 5, 2017

Carmen J. Marzella
200 Pinner Weald Way, Suite 101
Cary, NC 27513

No Review

Record #: 2253
Facility Name: Greensboro Retirement Center
FID #: 920473
Business Name: Alpha Concord Plantation, LLC
Business #: 2358
Project Description: Alpha Concord Plantation, LLC intends to operate Greensboro Retirement Center under lease agreement with Alpha Haven, LLC, which intends to acquire the facility in August 2017
County: Guilford

Dear Ms. Marzella:

The Healthcare Planning and Certificate of Need Section, Division of Health Service Regulation (Agency) received your letter of May 5, 2017 regarding the above referenced proposal. Based on the CON law **in effect on the date of this response to your request**, the proposal described in your correspondence is not governed by, and therefore, does not currently require a certificate of need. However, please note that if the CON law is subsequently amended such that the above referenced proposal would require a certificate of need, this determination does not authorize you to proceed to develop the above referenced proposal when the new law becomes effective.

However, you need to contact the Agency's Adult Care Licensure Section to determine if they have any requirements for development of the proposed project.

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

HEALTHCARE PLANNING AND CERTIFICATE OF NEED SECTION

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TELEPHONE 919-855-3873

LOCATION: EDGERTON BUILDING • 809 RUGGLES DRIVE • RALEIGH, NC 27603

MAILING ADDRESS: 2704 MAIL SERVICE CENTER • RALEIGH, NC 27699-2704

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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,



Celia C. Inman
Project Analyst



Martha J. Frisone
Assistant Chief, Certificate of Need

cc: Adult Care Licensure Section, DHSR
Paige Bennett, Assistant Chief, Healthcare Planning, DHSR

Inman, Celia C

From: Carmen J. Marzella, Esq. <cmarzella@marzellalawgroup.com>
Sent: Friday, May 05, 2017 1:06 PM
To: Inman, Celia C
Cc: 'Juliet Okwoshah'; 'Trip Holmes'
Subject: RE: Exemption Response Acquisition of Greensboro Retirement Center
Attachments: DHHS 050517.pdf

Ms. Inman,

I realized when I saw the attached letter, that I named the real estate entity, Alpha Haven, LLC as the operating company, instead of Alpha Concord Plantation, LLC as the operating company.

I have attached an amended letter to support our request for an amended exemption.

Sorry for the inconvenience.

CARMEN JOSEPH MARZELLA, ESQ.
Member NC & NJ Bars



200 Pinner Weald Way
Suite 101
Cary, North Carolina 27513
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www.marzellalawgroup.com

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From: Inman, Celia C [mailto:celia.inman@dhhs.nc.gov]
Sent: Friday, May 5, 2017 12:00 PM
To: 'cmarzella@marzellalawgroup.com' <cmarzella@marzellalawgroup.com>
Subject: Exemption Response Acquisition of Greensboro Retirement Center

FYI. Original will arrive snail mail @ 200 Pinner Weald Way.

Celia C. Inman
Project Analyst Certificate of Need
Division of Health Service Regulation, Healthcare Planning and Certificate of Need Section
North Carolina Department of Health and Human Services
919-855-3873 office

Celia.inman@dhhs.nc.gov

809 Ruggles Drive
2704 Mail Service Center
Raleigh, NC 27699-2704



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Rec'd by Email
5/5/17

May 5, 2017

VIA EMAIL

Healthcare Planning and Certificate of Need Section
Division of Health Service Regulation
Department of Health and Human Services
2704 Mail Service Center
Raleigh, NC 27699-2704

**Re: Exemption Request by Alpha Concord Plantation, LLC
Acquisition of Greensboro Retirement Center, Inc.
Address: 3301 Gar Place, Greensboro, NC 27406**

Dear Sir or Madame:

On behalf of our client, Alpha Concord Plantation, LLC, ("ALPHA"), we submit this letter to advise the Healthcare Planning and Certificate of Need Section ("CON Section") of a proposed transaction whereby ALPHA will acquire substantially all of the assets of GREENSBORO RETIREMENT CENTER, INC., ("GRC") related to GRC's ownership of the 64 bed Adult Care Home facility known as Greensboro Retirement Center, ("Facility"). The acquisition by ALPHA will include the real estate, building(s), and all CON rights related to the Facility.

Accordingly, the transaction should be determined to be exempt from certificate of need review under N.C. Gen. Stat. § 131E-184(a)(8), as it constitutes the acquisition, by ALPHA, of an existing health service facility from the Facility's current owner.

At present, the plan is for the transaction to close on or about August 1, 2017. Consequently, we would appreciate your earliest possible attention to this matter and confirmation that the proposed acquisition is exempt under N.C. Gen. Stat. § 131 E-184(a)(8).

On behalf of our client, I thank you for your attention to this matter. If you should have any questions or need any additional information, please contact me so that I may respond immediately.

Thank you for your time and consideration.

Sincerely,

MARZELLA LAW GROUP, PLLC



CARMEN J. MARZELLA

cmarzella@marzellalawgroup.com

CJM/c

cc: Juliet Okwoshah

Inman, Celia C

From: Carmen J. Marzella, Esq. <cmarzella@marzellalawgroup.com>
Sent: Friday, May 05, 2017 1:29 PM
To: Inman, Celia C
Subject: RE: Exemption Response Acquisition of Greensboro Retirement Center

Alpha Concord Plantation, LLC will own the business operation, and Alpha Haven, LLC will own only the land and lease it to Alpha Concord Plantation, LLC.

CARMEN JOSEPH MARZELLA, ESQ.

Member NC & NJ Bars



200 Pinner Weald Way
Suite 101
Cary, North Carolina 27513
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IRS CIRCULAR 230 NOTICE: To comply with requirements imposed by the IRS, we inform you that any tax advice contained in this communication (including any attachment) is not intended to be used, and cannot be used, for the purpose of (i) avoiding penalties under the Internal Revenue Code or (ii) promoting, marketing or recommending to another party any transaction or matter addressed in this communication (including any attachment).

From: Inman, Celia C [mailto:celia.inman@dhhs.nc.gov]
Sent: Friday, May 5, 2017 1:24 PM
To: 'Carmen J. Marzella, Esq.' <cmarzella@marzellalawgroup.com>
Subject: RE: Exemption Response Acquisition of Greensboro Retirement Center

Which LLC is acquiring the facility?

Celia C. Inman

Project Analyst Certificate of Need
Division of Health Service Regulation, Healthcare Planning and Certificate of Need Section
North Carolina Department of Health and Human Services

919-855-3873 office
Celia.inman@dhhs.nc.gov

809 Ruggles Drive
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DEPARTMENT OF HEALTH AND HUMAN SERVICES
DIVISION OF HEALTH SERVICE REGULATION

ROY COOPER
GOVERNOR

MANDY COHEN, MD, MPH
SECRETARY

MARK PAYNE
DIRECTOR

May 4, 2017

Carmen J. Marzella
200 Pinner Weald Way, Suite 101
Cary, NC 27513

Exempt from Review – Acquisition of Facility

Record #: 2250
Facility Name: Greensboro Retirement Center
Type of Facility: Adult Care Home
FID #: 920473
Acquisition by: Alpha Haven, LLC
Business #: 2638
County: Guilford

Dear Ms. Marzella:

The Healthcare Planning and Certificate of Need Section, Division of Health Service Regulation (Agency) determined that based on your letter of May 3, 2017, the above referenced proposal is exempt from certificate of need review in accordance with N.C. Gen. Stat. §131E-184(a)(8). Therefore, Alpha Haven, LLC 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 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

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separate determination. If you have any questions concerning this matter, please feel free to contact this office.

Sincerely,


Celia C. Inman
Project Analyst


Martha J. Frisone
Assistant Chief, Certificate of Need

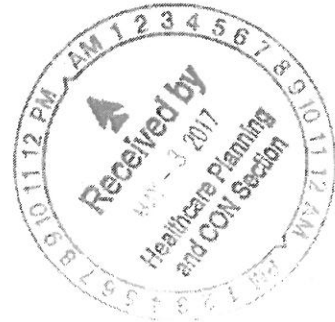
cc: Adult Care Licensure Section, DHR
Paige Bennett, Assistant Chief, Healthcare Planning, DHR



May 2, 2017

VIA FEDEX

Healthcare Planning and Certificate of Need Section
Division of Health Service Regulation
Department of Health and Human Services
2704 Mail Service Center
Raleigh, NC 27699-2704



**Re: *Exemption Request by Alpha Haven, LLC
Acquisition of Greensboro Retirement Center, Inc.
Address: 3301 Gar Place, Greensboro, NC 27406***

Dear Sir or Madame:

On behalf of our client, Alpha Haven, LLC, ("ALPHA"), we submit this letter to advise the Healthcare Planning and Certificate of Need Section ("CON Section") of a proposed transaction whereby ALPHA will acquire substantially all of the assets of GREENSBORO RETIREMENT CENTER, INC., ("GRC") related to GRC's ownership of the 64 bed Adult Care Home facility known as Greensboro Retirement Center, ("Facility"). The acquisition by ALPHA will include the real estate, building(s), and all CON rights related to the Facility.

Accordingly, the transaction should be determined to be exempt from certificate of need review under N.C. Gen. Stat. § 131E-184(a)(8), as it constitutes the acquisition, by ALPHA, of an existing health service facility from the Facility's current owner.

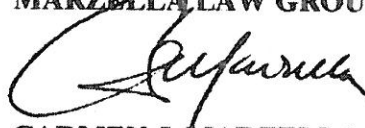
At present, the plan is for the transaction to close on or about August 1, 2017. Consequently, we would appreciate your earliest possible attention to this matter and confirmation that the proposed acquisition is exempt under N.S. Gen. Stat. § 131 E-184(a)(8).

On behalf of our client, I thank you for your attention to this matter. If you should have any questions or need any additional information, please contact me so that I may respond immediately.

Thank you for your time and consideration.

Sincerely,

MARZELLA LAW GROUP, PLLC



CARMEN J. MARZELLA
cmarzella@marzellalawgroup.com

CJM/c

cc: Juliet Okwoshah