

BASS BERRY + SIMS, LLC

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STATE HEALTH PLANNING
AND DEVELOPMENT AGENCY

Shelly M. Calhoun
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(615) 259-6713

June 9, 2017

Via Email – shpda.online@shpda.alabama.gov

Alabama State Health Planning and Development Administration
PO Box 303025
Montgomery, AL 36130

Re: Change of Ownership Information – 047-N0003

Ladies and Gentlemen:

Effective July 1, 2017, our client, Diversicare Selma Property, LLC (the “Purchaser”) will become the owner of the real property and fixed assets comprising the nursing home currently known as Park Place Nursing and Rehabilitation, LLC d/b/a Park Place Nursing and Rehabilitation, 100 Park Place, Selma, Alabama 36701 (the “Facility”).

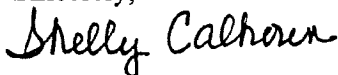
Simultaneously with that acquisition, our client, Diversicare of Selma, LLC d/b/a Park Place, is purchasing the operations of the Facility, will enter into a Lease of the Facility assets with the Purchaser, and will become the operator of the Facility.

These transactions are not resulting in any immediate changes to the staffing, services, operations or structure of the Facility. The Facility will operate under the trade name of “Park Place.”

Attached is the Notice of Change of Ownership/Control reporting the transactions. Diversicare will pay the \$2,500 via your electronic portal no later than 5:00 pm, Monday, June 12.

Please contact me direct at scalhoun@bassberry.com or 615 259-6713 if there are any questions or you find you need additional information. We will promptly respond to help ensure we receive your approval for a July 1, 2017 effective date for the transactions.

Thank you for your assistance in processing this submission.

Sincerely,

Shelly M. Calhoun
Paralegal

Attachment

23076312.1

NOV 19 2017

NOTICE OF CHANGE OF OWNERSHIP/CONTROL

The following notification of intent is provided pursuant to all applicable provisions of ALA. CODE § 22-21-270 (1975 as amended) and ALA. ADMIN. CODE r. 410-1-7-.04. This notice must be filed at least twenty (20) days prior to the transaction.

- Change in Direct Ownership or Control (of a vested Facility; ALA. CODE §§ 22-20-271(d), (e))
 - Change in Certificate of Need Holder (ALA. CODE § 22-20-271(f))
 - Change in Facility Management (Facility Operator)
- Any transaction other than those above-described requires an application for a Certificate of Need.

Part I: Facility Information

SHPDA ID Number: 047-N0003
 (This can be found at www.shpda.alabama.gov, Health Care Data, ID Codes)

Name of Facility/Provider: Diversicare of Selma, LLC
 (ADPH Licensure Name)

Physical Address: 100 Park Place
Selma, AL 36701

County of Location: Dallas

Number of Beds/ESRD Stations: 103

CON Authorized Service Area (Home Health and Hospice Providers Only). Attach additional pages if necessary. N/A

Part II: Current Authority (Note: If this transaction will result in a change in direct ownership or control, as defined under ALA. CODE § 22-20-271(e), please attach organizational charts outlining current and proposed structures.)

Owner (Entity Name) of Facility named in Part I: Park Place Nursing and Rehabilitation, LLC

Mailing Address: 100 Park Place
Selma, AL 36701

Operator (Entity Name): Park Place Nursing and Rehabilitation, LLC

Part III: Acquiring Entity Information

Name of Entity: Diversicare Selma Property, LLC

Mailing Address: 100 Park Place
Selma, AL 36701

Operator (Entity Name): Diversicare of Selma, LLC

Proposed Date of Transaction is on or after: 07/01/2017

Part IV: Terms of Purchase

Monetary Value of Purchase: \$ 8,750,000

Type of Beds: Nursing Home

Number of Beds/ESRD Stations: 103

Financial Scope: to Include Preliminary Estimate of the Cost Broken Down by Equipment, Construction, and Yearly Operating Cost:

Projected Equipment Cost: \$ 10,000.00

Projected Construction Cost: \$ 0.00

Projected Yearly Operating Cost: \$ 6,365,000.00

Projected Total Cost: \$ 6,375,000.00

On an Attached Sheet Please Address the Following:

- 1.) The services to be offered by the proposal (the applicant will state whether he has previously offered the service, whether the service is an extension of a presently offered service, or whether the service is a new service).
- 2.) Whether the proposal will include the addition of any new beds.
- 3.) Whether the proposal will involve the conversion of beds.
- 4.) Whether the assets and stock (if any) will be acquired.

Part V: Certification of Information

Current Authority Signature(s):

The information contained in this notification is true and correct to the best of my knowledge and belief.

Owner(s): Park Place Nursing and Rehabilitation, LLC

By: *Thason Wood*

Operator(s): Park Place Nursing and Rehabilitation, LLC

By: *[Signature]*

Title/Date: _____

SWORN to and subscribed before me, this 8 day of June, 2017.

(Seal)

Mary King
Notary Public

My Commission Expires: _____
My Commission Expires
8/21/2019

Acquiring Authority Signature(s):

I agree to be responsible for reporting of all services provided during the current annual reporting period, as specified in ALA. ADMIN. CODE r. 410-1-3-.12. The information contained in this notification is true and correct to the best of my knowledge and belief.

Purchaser(s): Diversicare Selma Property, LLC By: _____

Operator(s): Diversicare of Selma, LLC By: _____

Title/Date: _____

SWORN to and subscribed before me, this _____ day of _____, _____.

(Seal)

Notary Public

My Commission Expires: _____

Author: Alva M. Lambert
Statutory Authority: § 22-21-271(c), Code of Alabama, 1975
History: New Rule

SWORN to and subscribed before me, this _____ day of _____, 2017.

(Seal)

Notary Public

My Commission Expires: _____

Acquiring Authority Signature(s):

I agree to be responsible for reporting of all services provided during the current annual reporting period, as specified in ALA. ADMIN. CODE r. 410-1-3-.12. The information contained in this notification is true and correct to the best of my knowledge and belief.

Purchaser(s): Diversicare Selma Property, LLC

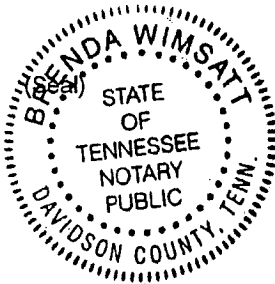
By: *[Signature]*

Operator(s): Diversicare of Selma, LLC

By: *[Signature]*

Title/Date: _____

SWORN to and subscribed before me, this 9th day of June, 2017.



Brenda Wimsatt
Notary Public

My Commission Expires: 03/08/2021

Author: Alva M. Lambert
Statutory Authority: § 22-21-271(c), Code of Alabama, 1975
History: New Rule

**Attachment to Change of Ownership
Alabama State Health Planning and Development Agency**

- **The services to be offered by the proposal (the applicant will state whether he has previously offered the service and whether the service is an extension of a presently offered service, or whether the service is a new service).**
 - The Purchasing Organization will offer skilled nursing services to the residents which will be a continuation of the services presently offered at the facility. The Purchasing Organization has not previously offered the service.

- **Whether the proposal will include the addition of any new beds.**
 - The proposal will not include the addition of any new beds.

- **Whether the proposal will involve the conversion of beds.**
 - The proposal will not include the conversion of beds.

- **Whether the assets and stock (if any) will be acquired.**
 - Assets will be acquired. Stock will not be acquired.