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STATE HEALTH PLANNING AND DEVELOPMENT AGENCY

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**ERIC J. KNICKREHM**

Partner  
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July 3, 2024

Alabama State Health Planning & Development Agency (SHPDA)

P.O. Box 303025

Montgomery, Alabama 36130-3025

**Re:** Notice of Change of Ownership/Control in Certificate of Need Holder – First Choice Hospice, Inc. – SHPDA ID Number: 045-2381

Dear Sir or Madam:

ACG Alabama, LLC (“Acquiring Entity”) is submitting this Notice of Change of Ownership/Control in a Certificate of Need Holder to effectuate a Change of Ownership (“CHOW”) for the certificate of need held by First Choice Hospice, Inc. (“Current Authority”) (SHPDA ID Number: 045-2381). Payment of the CHOW Fee in the amount of \$2,577.00 has been made concurrent with this Notice through SHPDA’s electronic payment portal. On June 14, 2024, Acquiring Entity and Current Authority entered into a Membership Interest Purchase Agreement for Acquiring Entity to acquire substantially all of the equity interests of Current Authority. Acquiring Entity and Current Authority intend to proceed to closing for the transaction immediately upon the approval of Acquiring Entity’s CHOW application by the Alabama Department of Public Health (“ADPH”) and fulfillment of this Notice of Change of Ownership/Control as required by Ala. Code § 22-21-270 *et seq.* and Ala. Admin. Code r. 410-1-7-.04.

Prior to Acquiring Entity and Current Authority closing the transactions contemplated by the Membership Interest Purchase Agreement to consummate the transaction and CHOW between the parties, Current Authority will undergo a conversion from an Alabama corporation to an Alabama limited liability company under Alabama law. Following the conversion, Current Authority will retain its federal and state tax identification numbers and its name will change from First Choice Hospice, Inc. to First Choice Hospice, LLC.

Should SHPDA require any additional information in connection with its review and processing of this application, please do not hesitate to contact me at (202) 282-5779 or eknickrehm@winston.com.

Sincerely,

Eric J. Knickrehm

EJK

Enclosures:

- Notice of Change of Ownership/Control Form
- Supplemental Response Attachment to Notice of Change of Ownership/Control Form
- Structure Charts Reflecting Pre-CHOW Ownership, Conversion to an LLC, and Post-CHOW Ownership

cc Scott McDearman, Partner, Grant, Konvalinka & Harrison, P.C., Legal Counsel to Current Authority  
Hunter N. Hoskins, Associate, Grant, Konvalinka & Harrison, P.C., Legal Counsel to Current Authority

## 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: 045-P2381  
(This can be found at [www.shpda.alabama.gov](http://www.shpda.alabama.gov), Health Care Data, ID Codes)

Name of Facility/Provider: First Choice Hospice, Inc. d/b/a First Choice Hospice Ozark  
(ADPH Licensure Name)

Physical Address: 2023 W. Main Street  
Dothan, AL 36301

County of Location: HOUSTON 

Number of Beds/ESRD Stations: 0

CON Authorized Service Area (Home Health and Hospice Providers Only). Attach additional pages if necessary. Barbour, Dale, Henry, Houston

**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: First Choice Hospice, Inc. d/b/a First Choice Hospice Ozark

Mailing Address: 2023 W. Main Street  
Dothan, AL 36301

Operator (Entity Name): First Choice Hospice, Inc. d/b/a First Choice Hospice Ozark

### Part III: Acquiring Entity Information

Name of Entity: ACG Alabama, LLC

Mailing Address: 187 N. Church St., Suite 201  
Spartanburg, SC 29306

Operator (Entity Name): ACG Alabama, LLC

Proposed Date of Transaction is on or after: 07/21/2024

**Part IV: Terms of Purchase**

Monetary Value of Purchase: \$ 6,000,000.00

Type of Beds: N/A (In-home hospice, no inpatient beds)

Number of Beds/ESRD Stations: 0

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

Projected Equipment Cost: \$ 300,000.00

Projected Construction Cost: \$ 0.00

Projected Yearly Operating Cost: \$ 2,200,000.00

Projected Total Cost: \$ 2,500,000.00

**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): Linda Bowden, John Holley

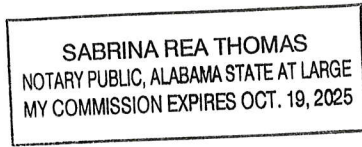
Operator(s): Linda Bowden

Title/Date: Administrator

*John N. Holley* *Linda Bowden*  
*Linda Bowden*  
*Linda Bowden 7-2-24*

SWORN to and subscribed before me, this 2nd day of July, 2024.

(Seal)



Sabrina Rea Thomas  
 Notary Public

My Commission Expires: 10/19/2025

**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): ACG Alabama, LLC

Operator(s): ACG Alabama, LLC

Title/Date: Treasurer and CFO

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 2<sup>nd</sup> day of July, 2024.

**(Seal) KELLIE LOWERY**  
**Notary Public, State of South Carolina**  
**My Commission Expires April 27, 2033**

Kellie Lowery  
Notary Public

My Commission Expires: 4-27-2033

**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): ACG Alabama, LLC [Signature]

Operator(s): ACG Alabama, LLC [Signature]

Title/Date: Treasurer and CFO [Signature]

SWORN to and subscribed before me, this 2<sup>nd</sup> day of July, 2024.

**(Seal) KELLIE LOWERY**  
**Notary Public, State of South Carolina**  
**My Commission Expires April 27, 2033**

Kellie Lowery  
Notary Public

My Commission Expires: 4-27-2033

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

**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).**

ACG Alabama, LLC intends to acquire 100% of the issued and outstanding equity interests of First Choice Hospice and have First Choice Hospice continue provide in home hospice and palliative care services to patients in the same service areas for which it is currently permitted pursuant to Facility IDs # 2381-HPC, 2493-HPC, and 2494-HPC.

**2.) Whether the proposal will include the addition of any new beds.**

No.

**3.) Whether the proposal will include the conversion of beds.**

No.

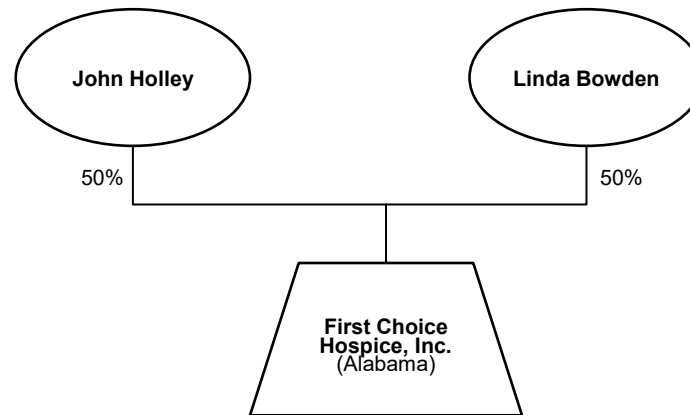
**4.) Whether the assets and stock (if any) will be acquired.**

Yes, ACG Alabama, LLC intends to acquire 100% of the equity interests of First Choice Hospice.

Prior to closing the transaction, First Choice Hospice, Inc. will undergo a corporate restructuring and convert from an Alabama corporation to an Alabama limited liability company. After the conversion, the name of the entity will be First Choice Hospice, LLC. First Choice Hospice, LLC will retain its same EIN following the conversion from a corporation to a limited liability company.

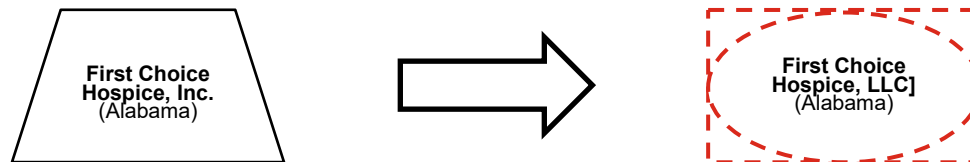
After the pre-closing restructuring of First Choice Hospice is complete, ACG Alabama, LLC will acquire 100% of the membership interests of First Choice Hospice, LLC from John Holley (50% owner) and Linda Bowden (50%) owner such that ACG Alabama, LLC will become the direct owner of First Choice Hospice, LLC after the completion of the change of ownership.

## Current First Choice Hospice, Inc. Structure





## Conversion from an Alabama Corporation to an Alabama Limited Liability Company



1. First Choice Hospice, Inc. converts from an Alabama corporation to an Alabama limited liability company, First Choice Hospice, LLC.
2. First Choice Hospice, LLC retains its federal and state taxpayer identification numbers (TINs).

# Post-Acquisition Ownership Structure

