



CO2024-032
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Aug 14 2024

STATE HEALTH PLANNING AND
DEVELOPMENT AGENCY

August 14, 2024

Emily T. Marsal
Executive Director
Alabama State Health Planning & Development Agency
100 N. Union St.
Ste. 870
Montgomery, AL 36104

Re: Notice of Change of Ownership/Control
SHPDA ID: 097-N0006
Grand Bay Convalescent Home, Inc.

Dear Ms. Marsal:

Please find enclosed the Notice of Change of Ownership/Control form for Grand Bay Convalescent Home, Inc., a 92-bed skilled nursing facility located in Grand Bay, Alabama. This notice proposes the change of ownership of the facility from Open Range of Alabama LLC (real property seller) to **Arabella Health & Wellness of Grand Bay PropCo LLC** (proposed CON Holder, real property buyer and new lessor) and the transfer of operational control from Grand Bay Convalescent Home, Inc. (outgoing CON Holder and operator/licensee) to **Arabella Health & Wellness of Grand Bay OpCo LLC** (proposed facility operator/licensee and new lessee). The details of this transaction are outlined in the Purchase and Sale Agreement which will be provided upon request.

Upon approval of the change of ownership by the Alabama Department of Public Health and evidenced by the issuance of a new Nursing Home License, the contemplated transaction will become effective on or after October 1, 2024 (Commencement Date). Arabella Health & Wellness of Grand Bay PropCo LLC (lessor) and Arabella Health & Wellness of Grand Bay OpCo LLC (lessee) will enter into a new lease agreement that will be effective on the Commencement Date.

The change of ownership application fee was paid online on August 13, 2024, REF ID: 122056786.

If you have any questions or need additional information, please contact me at (478) 396-4777 or blamberth@newlegacypro.com.

Sincerely,

Brandie P. Lamberth, CPA
President, New Legacy Professional Services

Enclosures

State Health Planning and Development Agency

Alabama CON Rules & Regulations

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

SHIPDA ID Number: 097-N0006
(This can be found at www.shpda.alabama.gov, Health Care Data, ID Codes)

Name of Facility/Provider: Grand Bay Convalescent Home, Inc.
(ADPH Licensure Name)

Physical Address: 13750 US Highway 90
Grand Bay, AL 36541-5453

County of Location: Mobile

Number of Beds/ESRD Stations: 92

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: (CON Holder) Grand Bay Convalescent Home, Inc.

Mailing Address: P.O. Box 328
Grand Bay, AL 36541-5453

Operator (Entity Name): Grand Bay Convalescent Home, Inc.

Part III: Acquiring Entity Information

Name of Entity: Arabella Health & Wellness of Grand Bay PropCo LLC

Mailing Address: 3440 Hollywood Blvd, Ste 415
Hollywood, FL 33021

Operator (Entity Name): Arabella Health & Wellness of Grand Bay OpCo LLCProposed Date of Transaction is
on or after: 09/01/2024**Part IV: Terms of Purchase**Monetary Value of Purchase: \$ 6,750,000Type of Beds: Skilled Nursing Facility BedsNumber of Beds/ESRD Stations: 92Financial Scope: to Include Preliminary Estimate of the Cost Broken Down by Equipment,
Construction, and Yearly Operating Cost:Projected Equipment Cost: \$ 0.00Projected Construction Cost: \$ 0.00Projected Yearly Operating Cost: \$ 9,000,000Projected Total Cost: \$ 9,000,000**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): Open Range of Alabama, LLC
Operator(s): Grand Bay Convalescent Home, Inc.
Title/Date: Member-Manager/President

✓ Cory K. Hester
✓ Cory K. Hester
✓ 08/12/2024

*
SWORN to and subscribed before me, this 8 day of August, 2024.

(Seal)

ANNA COOPER-LONG
NOTARY PUBLIC
STATE OF ALABAMA

Notary Public

My Commission Expires: 05/24/2025

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): Arabella Health & Wellness of Grand Bay PropCo LLC, Chaim Hertz

✓

Operator(s): Arabella Health & Wellness of Grand Bay PropCo LLC

✓

Title/Date: LLC Manager

✓

08/12/2024SWORN to and subscribed before me, this 8 day of August, 2024.

(Seal)

Notary Public

My Commission Expires: 5-22-27

TAMALA S BRIGGINS
Notary Public
Alabama State at Large

Author: Alva M. Lambert

Statutory Authority: § 22-21-271(c), Code of Alabama, 1975

History: New Rule

Alabama State Health Planning & Development Agency

NOTICE OF CHANGE OF OWNERSHIP/CONTROL

Part IV: Terms of Purchase - Attachment

1. The services provided will be skilled nursing care as offered by the previous operator.
2. There will be no new beds added.
3. There will be no conversion of beds.
4. The proposed transaction will be a sale of assets (real property, personal property, equipment, and operational control). The operations will be transferred from Grand Bay Convalescent Home, Inc. to Arabella Health & Wellness of Grand Bay OpCo LLC. The real estate will be transferred from Open Range of Alabama, LLC to Arabella Health & Wellness of Grand Bay PropCo LLC. There will be a new lease agreement executed between Arabella Health & Wellness of Grand Bay OpCo LLC and Arabella Health & Wellness of Grand Bay PropCo LLC once the sale has occurred.

Note:

The projected yearly operating costs of \$9,000,000 represent amounts which are consistent with current facility operating costs and no substantial increases are expected.

Part II: Current Authority

Grand Bay Convalescent Home, Inc.

Open Range of Alabama, LLC
(Current Building Owner/Lessor)

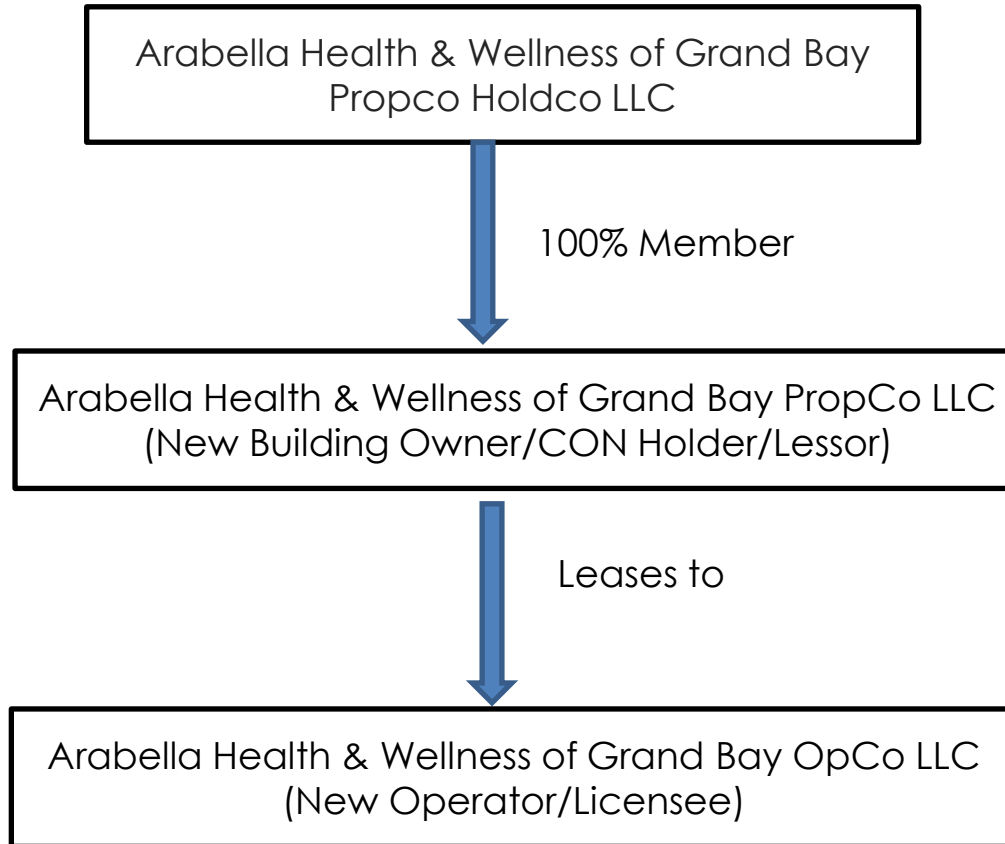


Leases to

Grand Bay Convalescent Home, Inc.
(Current CON Holder and Operator/Licensee)

Part III: Acquiring Entity Information

Arabella Health & Wellness of Grand Bay



Part III: Acquiring Entity Information

Arabella Health & Wellness of Grand Bay OpCo LLC d/b/a Arabella Health & Wellness of Grand Bay Organizational Structure

