
Kathleen Leedy



Wendi Rogers

Leedy & Rogers
Consulting Solutions, LLC

CO2024-044
RECEIVED

Sep 25 2024

STATE HEALTH PLANNING AND
DEVELOPMENT AGENCY

September 24, 2024

VIA EMAIL- shpda.online@shpda.alabama.gov

State Health Planning & Development Agency
c/o Certificate of Need
RSA Union Building
100 N. Union Street, Suite 870
Montgomery, AL 36104

RE: CHOW Application – EFF 11.1.2024
Knollwood Pointe SCALF

To Whom It May Concern:

Knollwood Pointe SCALF is filing the attached Notice of Change of Ownership/Control application to operate a Special Care Assisted Living Facility, with attachments, for a proposed effective date of 11.1.2024. The applicant is requesting the CON move from the current operator, LSREF Golden Ops (AL), LLC to Tarantino Senior Living Communities, LLC, the current manager.

As discussed, this facility was under a court ordered receivership. The foreclosure on the property has been effectuated as well.

I will be your contact on this CHOW filing moving forward. Should you have any questions or need additional documentation, please don't hesitate to contact me at 512.213.8679 or via email at WRogers@LeedyandRogers.com.

Sincerely,

Wendi Rogers

Kathleen Leedy
kleedy@leedyandrogers.com
Wendi Rogers
wrogers@leedyandrogers.com

T: (512) 643-4739
F: (512) 863-3573
LeedyandRogers.com

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: 097S4916
(This can be found at www.shpda.alabama.gov, Health Care Data, ID Codes)

Name of Facility/Provider: Knollwood Pointe SCALF
(ADPH Licensure Name)

Physical Address: 5601 Girby Road
Mobile, AL 36693

County of Location: MOBILE

Number of Beds/ESRD Stations: 32

CON Authorized Service Area (Home Health and Hospice Providers Only). Attach additional pages if necessary. Assisted Living/NA

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: LSREF Golden Ops (AL), LLC

Mailing Address: 7887 San Felipe, Suite 237
Houston, TX 77063

Operator (Entity Name): _____

Part III: Acquiring Entity Information

Name of Entity: Tarantino Senior Living Communities, LLC

Mailing Address: 7887 San Felipe, Suite 237
Houston, TX 77063

Operator (Entity Name): Knollwood Pointe SCALF

Proposed Date of Transaction is on or after: 11/01/2024

Part IV: Terms of Purchase

Monetary Value of Purchase: \$ 5,750,00.00

Type of Beds: Secured Unit

Number of Beds/ESRD Stations: 32

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

Projected Equipment Cost: \$ 0.00

Projected Construction Cost: \$ 0.00

Projected Yearly Operating Cost: \$ 2,719,449.00

Projected Total Cost: \$ ~~0.00~~ 2,719,449.00

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): _____

Operator(s): _____

Title/Date: _____

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

(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): Tarantino Senior Living Communities, LLC

Anthony Tarantino

Operator(s): Tarantino Senior Living Communities, LLC

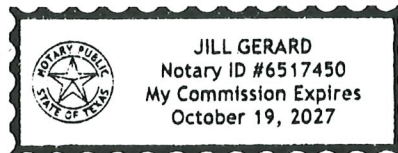
Anthony Tarantino

Title/Date: Manager/100% Owner

09/23/2024

SWORN to and subscribed before me, this 23 day of September, 2024.

(Seal)



Jill Gerard
Notary Public

My Commission Expires: 10-19-27

Author: Alva M. Lambert

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

History: New Rule

THIS INSTRUMENT PREPARED BY AND
UPON RECORDING SHOULD BE RETURNED TO:
Matthew M. Cahill, Esq.
Baker, Donelson, Bearman, Caldwell, and Berkowitz, P.C.
1901 North 6th Avenue, Suite 2600
Birmingham, Alabama 35203
205-244-3839

Cross-Index with:
Instrument No. 2014063611
Instrument No. 2014063614
Instrument No. 2016060566
Instrument No. 2023030464

MORTGAGE FORECLOSURE DEED

STATE OF ALABAMA)

COUNTY OF MOBILE)

KNOW ALL PERSONS BY THESE PRESENTS:

LSREF GOLDEN PROPERTY 26 (AL), LLC (the “Borrower”) executed that certain MultiFamily Mortgage, Assignment of Rents and Security Agreement (as assumed, amended, and modified from time to time, the “Mortgage”) in favor of **CBRE CAPITAL MARKETS, INC.** (the “Original Lender”) dated December 12, 2014 and recorded in the Office of the Judge of Probate of Mobile County, Alabama (the “Recording Office”) as Instrument Number 2014063611 at Book LR 7217, Page 455, as assigned by Original Lender to **FEDERAL HOME LOAN MORTGAGE CORPORATION** (“Freddie Mac”), by that Assignment of Security Instruments recorded in the Recording Office on December 22, 2014 as Instrument Number 2014063614 at Book LR 7217, Page 566, as further assigned by Freddie Mac to **DEUTSCHE BANK TRUST COMPANY AMERICAS, AS TRUSTEE FOR THE REGISTERED MORTGAGEES OF WELLS FARGO COMMERCIAL MORTGAGE SECURITIES, INC., MULTIFAMILY MORTGAGE PASS-THROUGH CERTIFICATES, SERIES 2016-KS06** (“Deutsche Bank”) by that Assignment of Security Instruments recorded in the Recording Office on October 25, 2016 as Instrument Number 2016060566 at Book LR 7439, Page 1985, as further assigned by Deutsche Bank to **5601 GIRBY ROAD HOLDINGS, LLC** (“Mortgagee”) by that Assignment of Security Instruments recorded in the Recording Office on May 15, 2023 as Instrument Number 2023030464.

Borrower defaulted in the payment of the indebtedness secured by the Mortgage and Mortgagee then declared all of the indebtedness secured by the Mortgage due and payable and, in accordance with applicable law, gave due and proper notice of the foreclosure of the Mortgage by publication in the *Lagniappe Weekly*, a newspaper of general circulation published in Mobile County, Alabama, in its issues of August 9, 2023, August 16, 2023, and August 23, 2023.

On August 31, 2023, during the legal hours of sale, the day and time on which the foreclosure sale was due to be held under the terms of said notice, the Mortgagee, by and through the undersigned auctioneer, duly and properly conducted the foreclosure sale and offered for sale and sold at public outcry, at the main entrance of the Mobile County, Alabama Courthouse, the real property described in Exhibit A attached hereto and incorporated herein by this reference (the “Real Property”), and, as provided under Ala. Code section 7-9A-604 and the laws of the State of Alabama, the mortgaged property described in the Mortgage and incorporated herein by this reference (the “Mortgaged Property,” together with the Real Property, collectively, the “Property”).

No cash bids were obtained for the Property at the aforementioned foreclosure sale.

Mortgagee bid a credit of FIVE MILLION SEVEN HUNDRED FIFTY THOUSAND AND 00/100 Dollars (\$5,750,000.00) on the indebtedness secured by the Mortgage and the Property was sold to Mortgagee.

THEREFORE, in consideration of the premises and of a credit of FIVE MILLION SEVEN HUNDRED FIFTY THOUSAND AND 00/100 Dollars (\$5,750,000.00) on the indebtedness secured by the Mortgage, **5601 GIRBY ROAD HOLDINGS, LLC**, as Mortgagee, acting by and through Matthew M. Cahill, as the auctioneer and the person conducting the foreclosure sale for Mortgagee, does hereby transfer and convey the Property unto **5601 GIRBY ROAD HOLDINGS, LLC**, as purchaser, “As Is, Where Is, With All Faults” and subject to any unpaid real property ad valorem taxes or any liens for unpaid real property ad valorem taxes, and easements, restrictions and rights of way recorded prior to the Mortgage that apply to the Property.

TO HAVE AND TO HOLD the Property unto **5601 GIRBY ROAD HOLDINGS, LLC**, forever.

Pursuant to the provisions of Ala. Code § 40-22-1 (1975), the following information is offered in lieu of submitting Form RT-1:

Grantor’s Name and Mailing Address:

LSREF GOLDEN PROPERTY 26 (AL), LLC
2711 N. Haskell Avenue, Suite 1700
Dallas, TX 75204

Grantee’s Name and Mailing Address:

5601 GIRBY ROAD HOLDINGS, LLC
1900 19th Street NW, 8th Floor
Washington, DC 20006

Property Addresses: 5601 Girby Road, Mobile, Alabama 36693


Purchase Price: \$5,750,000.00

The Purchase Price may be verified by: Other - Mortgage Foreclosure Deed.

[Signatures appear on the following page]

IN WITNESS WHEREOF, Mortgagee has caused this instrument to be executed by Matthew M. Cahill, as the auctioneer and the person conducting this foreclosure sale for Mortgagee, and in witness whereof Matthew M. Cahill has executed this instrument in his capacity as such auctioneer on this 31st day of August, 2023.

LSREF GOLDEN PROPERTY 26 (AL), LLC, a Delaware limited liability company

By: 

Matthew M. Cahill, as auctioneer and the person conducting the foreclosure sale for **5601 GIRBY ROAD HOLDINGS, LLC**

5601 GIRBY ROAD HOLDINGS, LLC, a Delaware limited liability company

By: 

Matthew M. Cahill, as auctioneer and the person conducting the foreclosure sale for **5601 GIRBY ROAD HOLDINGS, LLC**

By: 

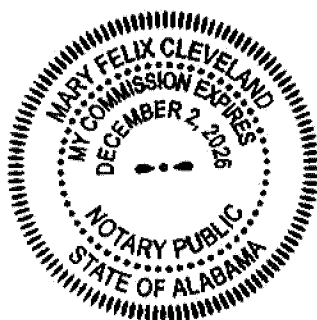
Matthew M. Cahill, as auctioneer and the person conducting the foreclosure sale for **5601 GIRBY ROAD HOLDINGS, LLC**

STATE OF ALABAMA)
COUNTY OF JEFFERSON)

I, the undersigned, a Notary Public in and for said State and County, hereby certify that Matthew M. Cahill, whose name as auctioneer and the person conducting the foreclosure sale for **5601 GIRBY ROAD HOLDINGS, LLC**, a Delaware limited liability company, is signed to the foregoing conveyance and who is known to me, acknowledged before me on this day that being informed of the contents of this conveyance, he, in his capacity as such auctioneer, and with full authority, executed this instrument voluntarily on the day the same bears date.

Given under my hand and official seal this 31st day of August, 2023.

(seal)





NOTARY PUBLIC
Mary Cleveland
My commission expires: 12/02/2026

EXHIBIT A

REAL PROPERTY

Commencing at the Northwest corner of Section 15, Township 5 South, Range 2 West, Mobile County, Alabama, run South 00 degrees 22 minutes 50 seconds West along the West line of said Section 15, a distance of 40.0 feet to a point on the South right of way line of Girby Road; thence along said South line of Girby Road run North 89 degrees 29 minutes 10 seconds East 600.0 feet to the Point of Beginning of the property herein described; thence continuing North 89 degrees 29 minutes 10 seconds East along said South line of Girby Road run 355.08 feet to a point; thence run South 00 degrees 30 minutes 50 seconds East 544.84 feet to a point; thence run North 63 degrees 00 minutes 50 seconds West 400.31 feet to a point; thence run North 00 degrees 30 minutes 50 seconds West 360.0 feet to the Point of Beginning. Being Lot 1 of G.F.C. Subdivision, according to plat thereof recorded in Map Book 62, Page 99 of the Probate Court Records of Mobile County, Alabama.

ATTESTATION

TO: State Health Planning & Development Agency
c/o Certificate of Need

FROM: Anthony Tarantino owner Tarantino Senior Living Communities, LLC



DATE: September 18, 2024

RE: Knollwood Pointe SCALF / EP4916
CHOW Effective 11.1.2024

To Whom It May Concern:

Knollwood Pointe SCALF is filing the attached Notice of Change of Ownership/Control application to operate a Special Care Assisted Living Facility, with attachments, for a proposed effective date of 11.1.2024, or a date for which ADPH and SHPDA deem approved.

The applicant is requesting the CON move from the current operator, LSREF Golden Ops (AL), LLC to Tarantino Senior Living Communities, LLC, the current manager.

The facility was under a court ordered receivership. The foreclosure on the property has been effectuated as of the attached recorded Mortgage Foreclosure Deed.

Attestation requirement,

- 1) The services to be offered: **Applicant is seeking to acquire the 32-bed Specialty Care Assisted Living Facility (SCALF) previously approved under CON 2781-SCALF / EP 4916 and perform those services approved under the SCALF licensure guidelines.**
- 2) Addition of Beds – **None**
- 3) Conversion of Beds – **None**
- 4) Acquiring of assets and stock (if any) – **None**

Wendi Rogers, with Leedy and Rogers, will be your contact on this CHOW filing moving forward. Should you have any questions or need additional documentation, please don't hesitate to contact her at 512.213.8679 or via email at WRogers@LeedyandRogers.com.