



August 24, 2026

RV2026-023

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STATE HEALTH PLANNING AND
DEVELOPMENT AGENCY

VIA EMAIL (shpda.online@shpda.alabama.gov)

Emily Marsal
Executive Director
State Health Planning and Development Agency
100 North Union Street, Suite 870
Montgomery, AL 36104

RE: Request for Reviewability Determination: Notice of Change of Indirect Ownership - Gentiva

Dear Ms. Marsal:

I write on behalf of Curo Health Services, LLC d/b/a Gentiva (“Gentiva”) to request a determination that the transaction described herein (the “Transaction”) does not require a Certificate of Need (“CON”) from the Alabama State Health Planning and Development Agency (“SHPDA”). As described more fully below, the Transaction is an indirect change of minority ownership of Gentiva subsidiaries operating in Alabama.

Attached as Exhibit A is a detailed list of licensees operating within the Gentiva corporate umbrella, including name, address, county, service area, and license number.

- Wiregrass Hospice, LLC dba Gentiva
- Odyssey Healthcare Operating B, LP dba Gentiva
- VistaCare USA, LLC dba Gentiva
- New Beacon Healthcare Group, LLC dba SouthernCare New Beacon – [City Name]
- SouthernCare Inc. dba SouthernCare [City Name]

The Proposed Transaction

CenterWell Health Services, Inc. (“CenterWell”) is a subsidiary of Humana Inc., a publicly traded company. CenterWell holds 35.53% of the common units in Falcon Hospice, L.P. and Falcon Hospice G.P., LLC (collectively, “Falcon”) as on April 23, 2026. The remaining common units in Falcon are held by CD&R Falcon Holdings, L.P. (64.47%), as on April 23, 2026.¹ Falcon is the parent entity of the Licensees, several entity levels above the Licensees.

On April 23, 2026, CenterWell entered into unit purchase agreements to transfer substantially all of CenterWell’s common units in Falcon to certain investment vehicles² managed by BlackRock and certain

¹ Ownership percentages disregard certain equity interests held by certain management members.

² BlackRock Geminus Aggregator, L.P. and other investment vehicles managed by BlackRock.



investment vehicles³ managed by Clayton Dubilier and Rice, LLC, leaving CenterWell with only a de minimis 4.83% passive ownership interest. If a buyer entity for CenterWell's remaining common units is identified prior to closing, CenterWell will transfer all of its common units in Falcon at closing. If no such buyer is identified, CenterWell will continue to retain its de minimis passive ownership interest in Falcon.

Please refer to Attachment B for the pre- and post-closing organizational charts reflecting the changes in indirect, upstream, minority ownership of the Providers.

Notably, this transaction will not result in implementation of a new institutional health service or change the services that Gentiva's subsidiaries provide across the state. Further, the transaction does not involve any construction and will not result in an increase in the number of licensed beds. Further still, the transaction will not result in a change in the Medicare/Medicaid numbers, tax identification numbers, state licenses, management, day-to-day operations, policies and procedures, service areas, or the services provided by the Licensee.

For these reasons, the Transaction is not subject to CON review. *See* Ala. Code s. 22-21-263; Ala. Admin. Code. r. 410-1-2-.07. We therefore respectfully request your determination that Gentiva is not required to obtain a CON to undergo the transaction.

We appreciate your consideration of this request. If you have further questions, please contact me via email at jenny.tyler@gentivahs.com or facilitylicensure@gentivahs.com, or via phone at (678) 449-0459. Payment of any applicable fee will be submitted via electronic payment portal.

Sincerely,

Jenny Tyler
VP Regulatory Counsel

Enclosures:

Attachment A – List of Licensed Facilities & Service Area
Attachment B – Pre- and Post-Close Org Charts

³ CD&R Gemini Equity Holdings, L.P. and CD&R Gemini Equity Holdings (A), LLC.



Affirmation of Requesting Party

The undersigned, being first duly sworn, hereby makes oath or affirms that she, the Vice President Regulatory Counsel of Gentiva, has knowledge of the facts in this request, and to the best of her information, knowledge and belief, such facts are true and correct.

Affiant  (SEAL)
Jenny Tyler, VP Regulatory Counsel
Gentiva

SUBSCRIBED AND SWORN TO BEFORE ME THIS 27th DAY OF August 2026


Notary Public

My commission expires 7/27/27

Scott Wandstrat
NOTARY PUBLIC
DeKalb County, GEORGIA
My Commission Expires 07/27/2027

Attachment A – List of Facilities & Service Area

Attachment A - List of Licensed Facilities

	Name	Address	County	Service Area (Counties)	License #
1.	Wiregrass Hospice, LLC DBA Gentiva	2550 Acton Road, STE 110 Vestavia, AL 35243-4248	Jefferson County	Autauga, Bibb, Butler, Calhoun, Chilton, Clay, Cleburne, Coosa, Dallas, Elmore, Fayette, Jefferson	073-P2447
2.	Wiregrass Hospice, LLC DBA Gentiva	801 Noble Street, STE 924 Anniston, AL 36201-5698	Calhoun County	Calhoun, Clay, Cleburne, Talladega	073- P2447A
3.	Wiregrass Hospice, LLC DBA Gentiva	74 Industrial Parkway Jasper, AL 35501-8961	Walker County	Marion, Walker, Winston	073- P2447B
4.	Wiregrass Hospice, LLC DBA Gentiva	200 Interstate Park Dr., Bldg. 200, Suite 220 Montgomery, AL 36109- 5465	Montgomery County	Autauga, Bibb, Butler, Chilton, Coosa, Dallas, Elmore	073- P2447C
5.	Wiregrass Hospice, LLC DBA Gentiva	2431 W Main Street, STE 1102 Dothan, AL 36301-1250	Houston County	Barbour, Coffee, Dale, Geneva, Henry, Houston, Montgomery, Pike	069-P2448
6.	Wiregrass Hospice, LLC DBA Gentiva	1208 Rucker Blvd, Suite A Enterprise, AL 36330- 3649	Coffee County	Coffee, Conecuh, Covington, Crenshaw, Geneva, Pike	069-P2448
7.	Wiregrass Hospice, LLC DBA Gentiva	1015 1st Ave SW, STE B Cullman, AL 35055-4201	Cullman County	Blount, Cullman, Marshall, Morgan	089- P2345A

8.	Wiregrass Hospice, LLC DBA Gentiva	3230 Florence Blvd Florence, AL 35634-2539	Lauderdale County	Colbert, Franklin, Lauderdale, Lawrence	089- P2345C
9.	Wiregrass Hospice, LLC DBA Gentiva	5000 Bradford Drive NW, STE 3A Huntsville, AL 35805- 1937	Madison County	Blount, Cherokee, Colbert, Cullman, DeKalb, Etowah, Franklin, Jackson, Lauderdale, Lawrence, Limestone, Madison, Marshall, Morgan	089-P2345
10.	Wiregrass Hospice, LLC DBA Gentiva	3225 Rainbow Drive, STE 256 Rainbow City, AL 35906- 5861	Etowah County	Cherokee, DeKalb, Etowah, Marshall, St. Clair	089- P2345B
11.	Odyssey HealthCare Operating B, LP DBA Gentiva	9805 Millwood Circle, STE D Daphne, AL 36527-5452	Baldwin County	Baldwin, Escambia	097- P2469A
12.	Odyssey HealthCare Operating B, LP DBA Gentiva	2800 Dauphin Street, STE 103 Mobile, AL 36606-2400	Mobile County	Baldwin, Escambia, Mobile	097-P2469
13.	VistaCare USA, LLC DBA Gentiva	730 N Dean Rd, STE 300 Auburn, AL 36830-4304	Lee County	Autauga, Barbour, Bullock, Butler, Chambers, Chilton, Crenshaw, Elmore, Lee, Lowndes, Macon, Montgomery, Pike, Russell, Tallapoosa	081- P2485

14.	New Beacon Healthcare Group, LLC DBA SouthernCare New Beacon Alexander City	124 Aliant Parkway Alexander City, AL 35010-3158	Tallapoosa County	Clay, Coosa, Randolph, Talladega, Tallapoosa	015-P2418B
15.	New Beacon Healthcare Group, LLC DBA SouthernCare New Beacon – Anniston	1419 Leighton Avenue, Unit A Anniston, AL 36207-3800	Calhoun County	Calhoun, Cherokee, Clay, Cleburne, Coosa, DeKalb, Etowah, Marshall, Randolph, St. Clair, Talladega, Tallapoosa	015-P2418
16.	New Beacon Healthcare Group, LLC DBA SouthernCare New Beacon Gadsden	412 South 5th Street Gadsden, AL 35901-5102	Etowah County	Calhoun, Cherokee, Cleburne, DeKalb, Etowah, St. Clair	015-P2418C
17.	New Beacon Healthcare Group, LLC DBA SouthernCare New Beacon - Alabaster	1140 1st Street N Suite 200 Alabaster, AL 35007-8771	Shelby County	Bibb, Chilton, Coosa, Shelby, Talladega, Tallapoosa	073-P2390D
18.	New Beacon Healthcare Group, LLC DBA SouthernCare New Beacon - N. Birmingham	5582 Apple Park Dr Birmingham, AL 35235-8616	Jefferson County	Autauga, Bibb, Blount, Bullock, Chilton, Coosa, Cullman, Elmore, Jefferson, Lee, Lowndes, Macon, Montgomery, Pike, Shelby, St. Clair, Talladega, Tallapoosa, Tuscaloosa	073-P2390

19.	New Beacon Healthcare Group, LLC DBA SouthernCare New Beacon Clanton	201 Medical Center Drive Clanton, AL 35045-2329	Chilton County	Autauga, Bibb, Chilton, Shelby	073-P2390B
20.	New Beacon Healthcare Group, LLC DBA SouthernCare New Beacon Montgomery	7067 Sydney Curve, Suite B Montgomery, AL 36117-3509	Montgomery County	Bullock, Elmore, Lee, Lowndes, Macon, Montgomery, Pike	073-P2390C
21.	New Beacon Healthcare Group, LLC SouthernCare New Beacon – Sylacauga	1300 Talladega Highway Sylacauga, AL 35150-1628	Talladega County	Bibb, Chilton, Coosa, Shelby, Talladega, Tallapoosa	073-P2390E
22.	New Beacon Healthcare Group, LLC DBA SouthernCare New Beacon Demopolis	927 Highway 80 West Demopolis, AL 36732-4102	Marengo County	Dallas, Greene, Hale, Marengo, Perry, Sumter	127-P2417B
23.	New Beacon Healthcare Group, LLC DBA SouthernCare New Beacon – Jasper	3835 Watermelon Rd Suites B & C Northport, AL 35473-5001	Tuscaloosa County	Dallas, Fayette, Greene, Hale, Jefferson, Lamar, Marengo, Marion, Perry, Pickens, Sumter, Tuscaloosa, Walker, Winston	125-P2417
24.	New Beacon Healthcare Group, LLC DBA SouthernCare New Beacon Selma	900 Church Street, STEs 1, 2, 3 Selma, AL 36701-4550	Dallas County	Dallas, Perry	127-P2417D
25.	New Beacon Healthcare	1280 Columbiana Road,	Jefferson	Jefferson	127-

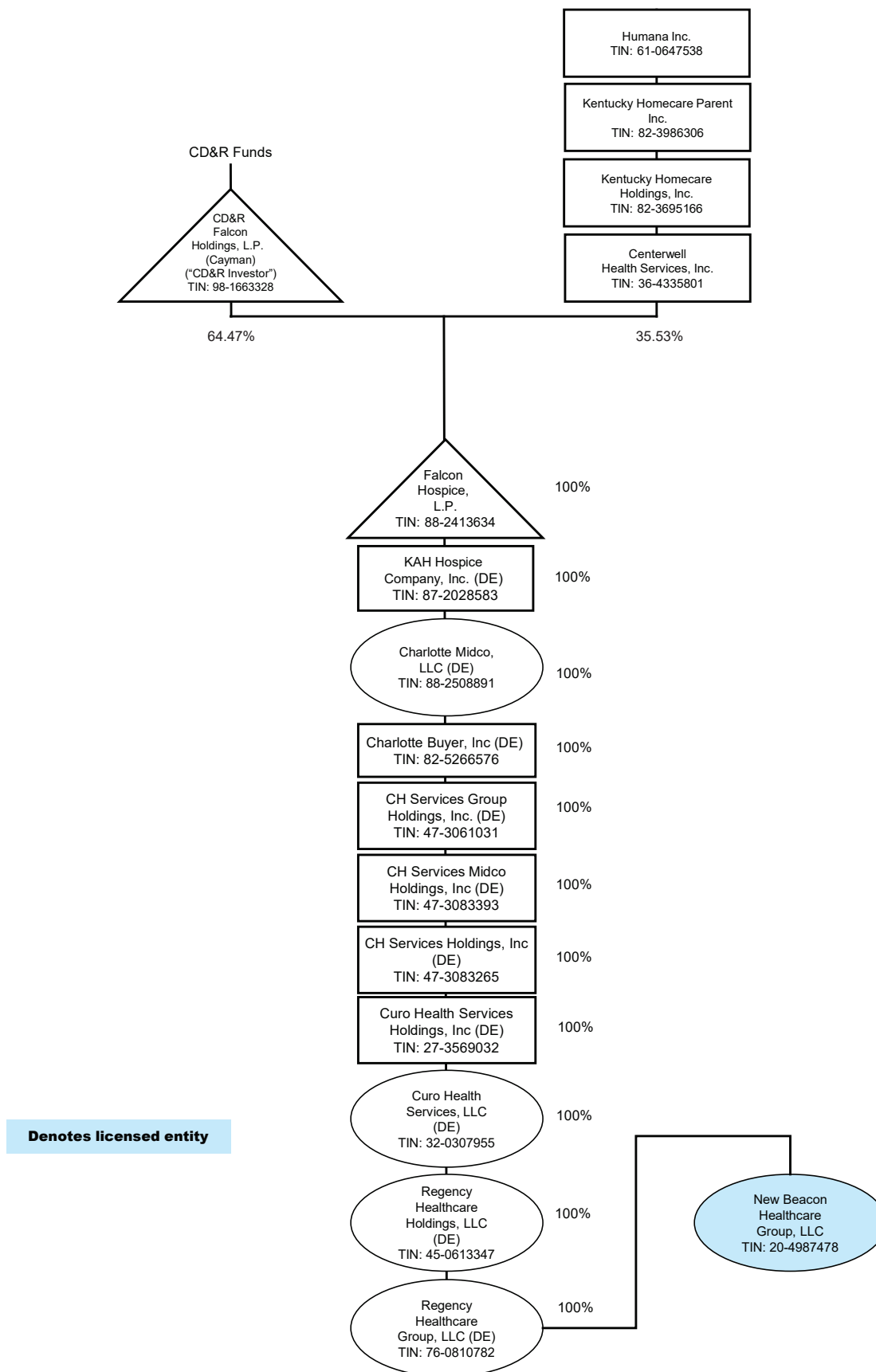
	Group, LLC DBA SouthernCare New Beacon S. Birmingham	Suite 110 Vestavia Hills, AL 35216- 1605	County		P2417A
26.	New Beacon Healthcare Group, LLC DBA SouthernCare New Beacon Decatur	1316 Somerville Rd. SE, Suite 4 Decatur, AL 35601-4309	Morgan County	Blount, Cullman, Morgan, Walker, Winston	071- P2389D
27.	New Beacon Healthcare Group, LLC DBA SouthernCare New Beacon Quad Cities	118 E Mobile St, Suite A Florence, AL 35630-4704	Lauderdale County	Colbert, Franklin, Lauderdale, Lawrence, Marion	071- P2389C
28.	New Beacon Healthcare Group, LLC DBA SouthernCare New Beacon Cullman	417 Main Street Hanceville, AL 35077- 5459	Cullman County	Blount, Cullman, Morgan, Walker, Winston	071- P2389A
29.	New Beacon Healthcare Group, LLC DBA SouthernCare New Beacon Huntsville	200 West Side Square, Suite 440 Huntsville, AL 35801- 4864	Madison County	Jackson, Limestone, Madison, Marshall	071- P2389B
30.	New Beacon Healthcare Group, LLC DBA SouthernCare New Beacon – Scottsboro	301 S Houston St Scottsboro, AL 35768- 4319	Jackson County	Blount, Colbert, Cullman, DeKalb, Franklin, Jackson, Lauderdale, Lawrence, Limestone, Madison, Marion, Marshall, Morgan, Walker, Winston	071-P2389

31.	SouthernCare, Inc. DBA SouthernCare Atmore	3421 HWY 21, STE 110 Atmore, AL 36502-4669	Escambia County	Baldwin, Escambia, Mobile	013- P2403F
32.	SouthernCare, Inc. DBA SouthernCare Dothan	2576 Montgomery Hwy, Suite 2 Dothan, AL 36303-2633	Houston County	Barbour, Coffee, Dale, Geneva, Henry, Houston	013- P2403G
33.	SouthernCare, Inc. DBA SouthernCare Enterprise	300 N Edwards St Enterprise, AL 36330- 2508	Coffee County	Coffee	013- P2403B
34.	SouthernCare, Inc. DBA SouthernCare Evergreen	116 Edwina Street Evergreen, AL 36401- 3319	Conecuh County	Conecuh	013- P2403A
35.	SouthernCare, Inc. DBA SouthernCare Daphne	1819 N McKenzie St, Bldg 1 Foley, AL 36535-2326	Baldwin County	Baldwin, Escambia, Mobile	013- P2403D
36.	SouthernCare, Inc. DBA SouthernCare Greenville	501 E. Commerce St. Greenville, AL 36037- 2313	Butler County	Baldwin, Barbour, Butler, Choctaw, Clarke, Coffee, Conecuh, Covington, Crenshaw, Dale, Escambia, Geneva, Henry, Houston, Mobile, Monroe, Washington, Wilcox	013-P2403
37.	SouthernCare, Inc. DBA SouthernCare Grove Hill	179-B Jackson Street Grove Hill, AL 36451- 3009	Clarke County	Choctaw, Clarke, Monroe, Washington, Wilcox	013- P2403E

38.	SouthernCare, Inc. DBA SouthernCare Mobile	3938A Government Blvd, Suite 103 Mobile, AL 36693-4383	Mobile County	Mobile	013- P2403C
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Attachment B – Pre- and Post-Close Org Charts

Project Gemini – Current Structure (New Beacon Healthcare Group, LLC)

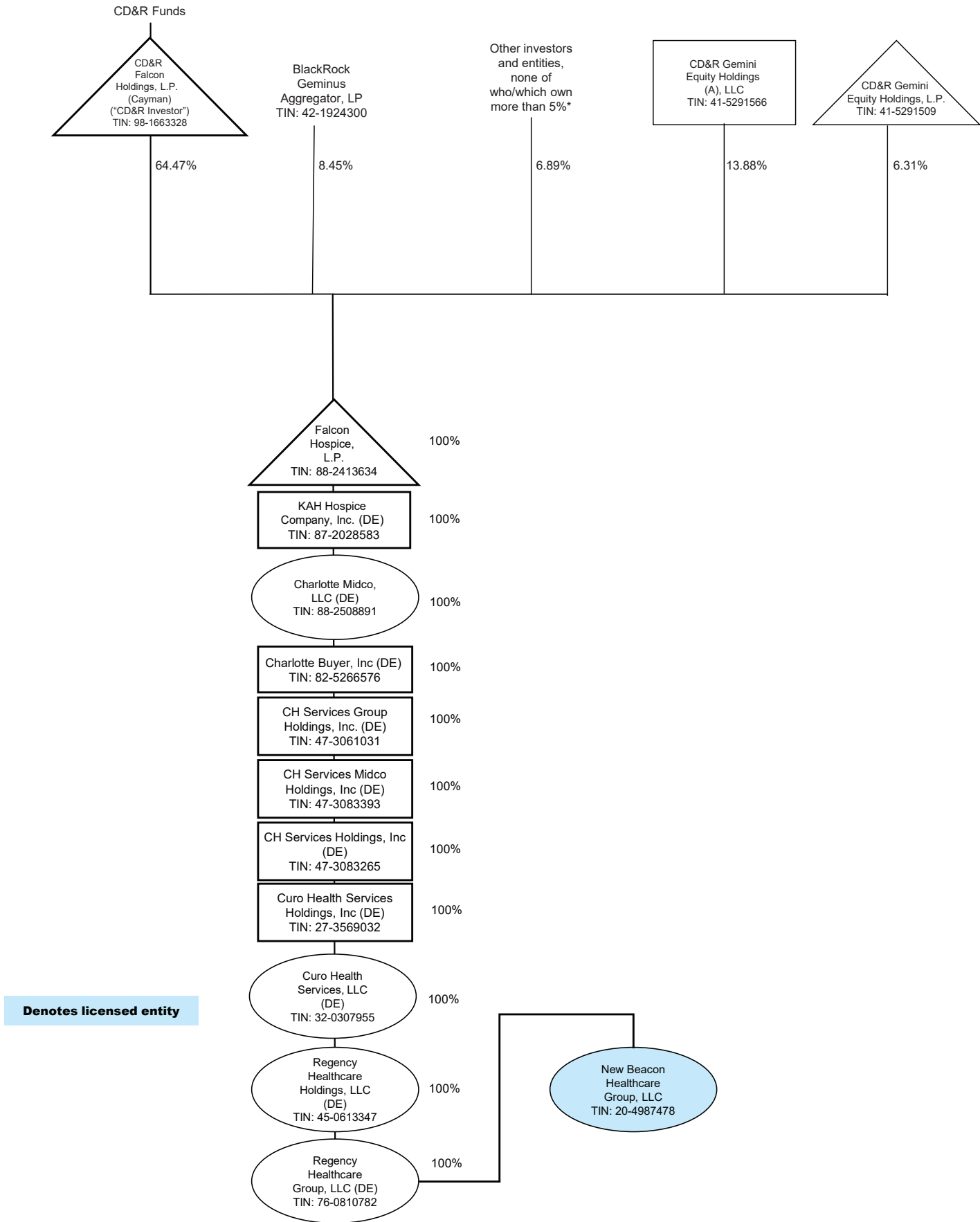


Note: Structure and ownership percentages disregard certain equity interests held by certain management members.

Note: Ownership percentages represent the direct or indirect interest in the Licensed Entity.

Note: Centerwell Health Services, Inc. is a wholly owned subsidiary of Humana Inc.

Project Gemini – Ending Structure (New Beacon Healthcare Group, LLC)



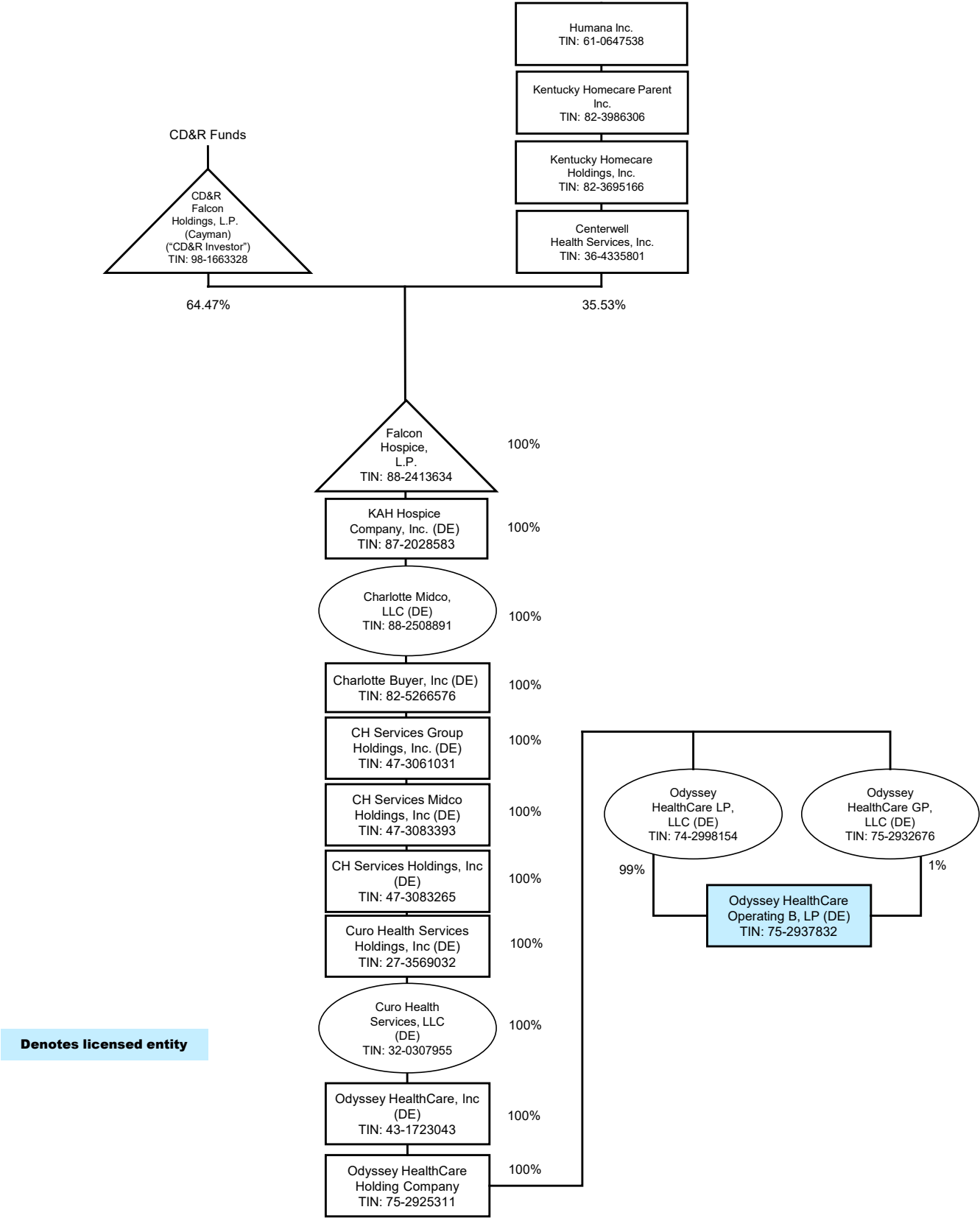
Note: Structure and ownership percentages disregard certain equity interests held by certain management members.

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Note: Ownership percentages for CD&R Gemini Equity Holdings (A), LLC and CD&R Gemini Equity Holdings, L.P. represent the units allocated to such holders in the purchase agreement and are subject to adjustment in accordance with Section 2.1 of the purchase agreement, including up to an additional 4.83% in the aggregate and the aggregate ownership percentage of the other investors and entities, none of who/which own more than 5%, may be correspondingly reduced by up to 4.83%.

*Note: Includes various entities managed by BlackRock representing 2.06% in the aggregate.

Project Gemini – Current Structure (Odyssey HealthCare Operating B, LP)

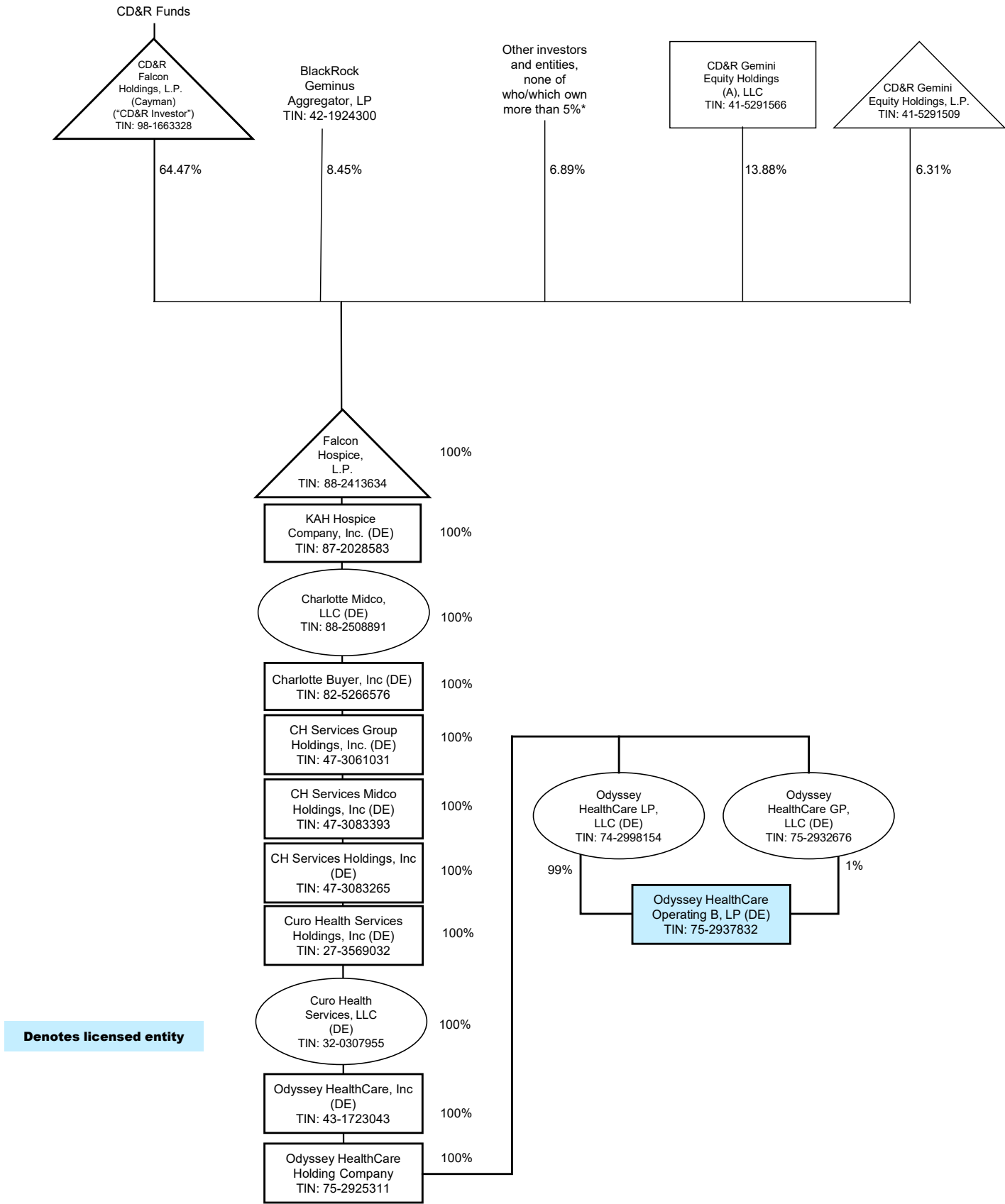


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Project Gemini – Ending Structure (Odyssey HealthCare Operating B, LP)



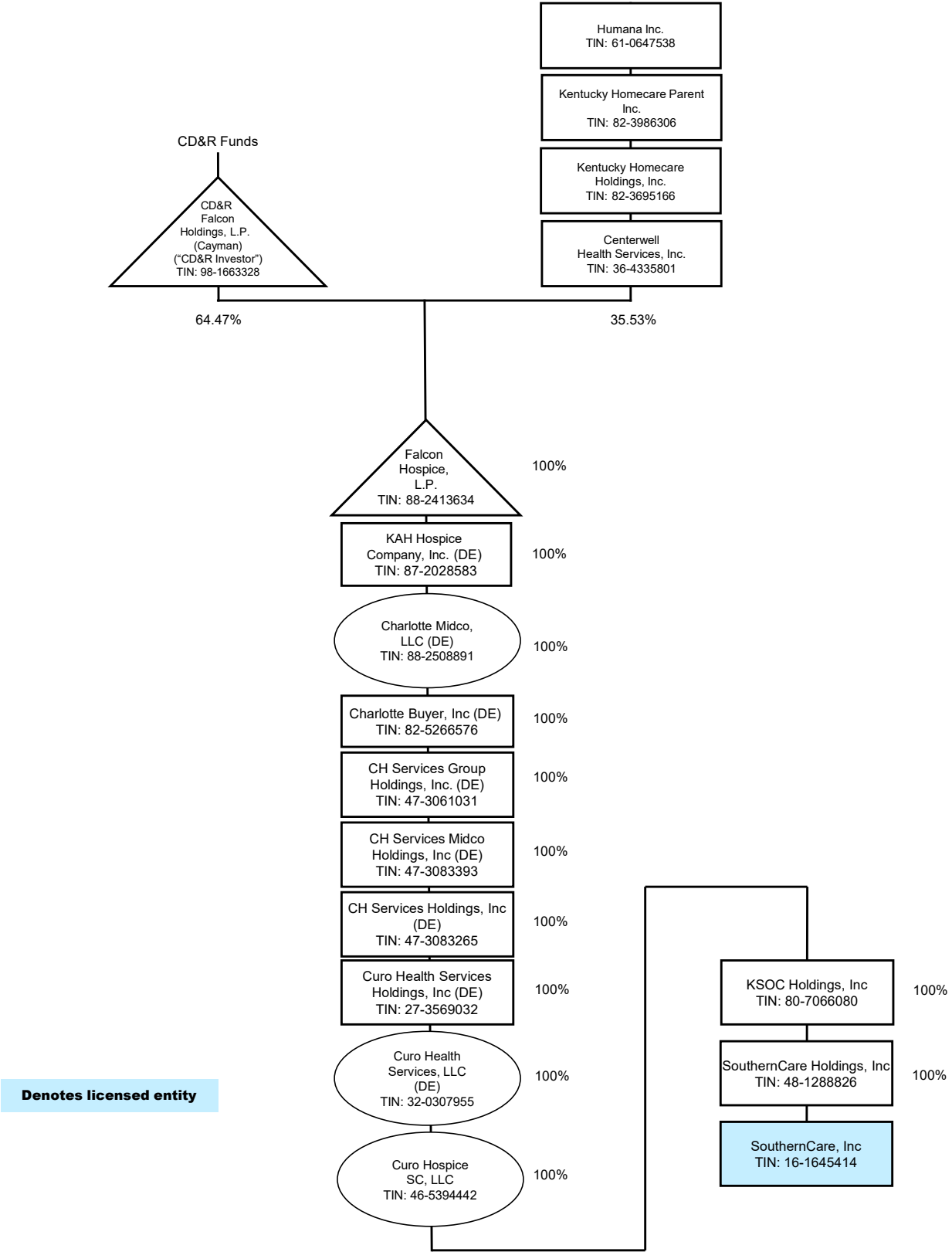
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Project Gemini – Current Structure (SouthernCare, Inc)

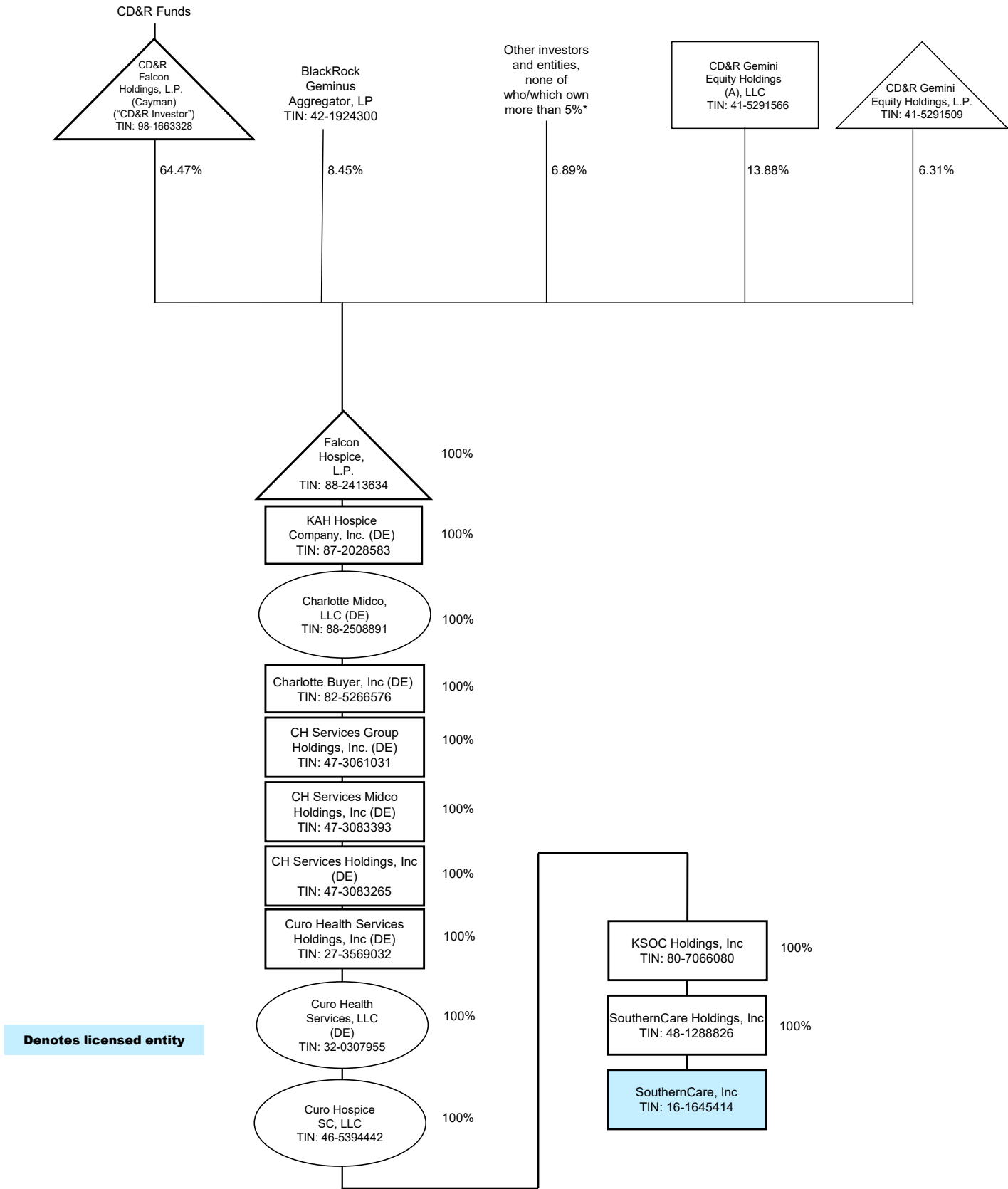


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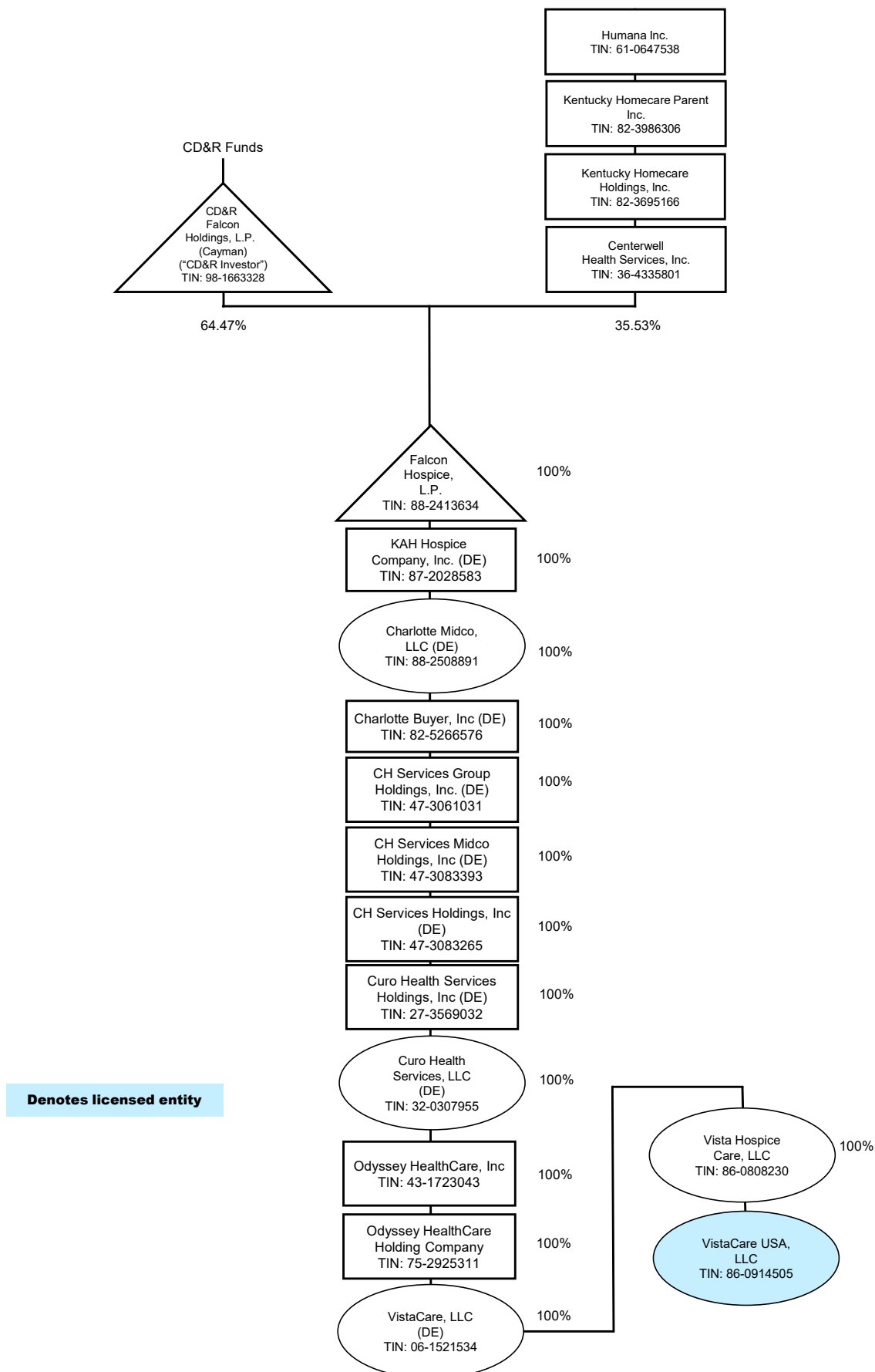
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Project Gemini – Ending Structure (SouthernCare, Inc)



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*Note: Includes various entities managed by BlackRock representing 2.06% in the aggregate.

Project Gemini – Current Structure (VistaCare USA, LLC)

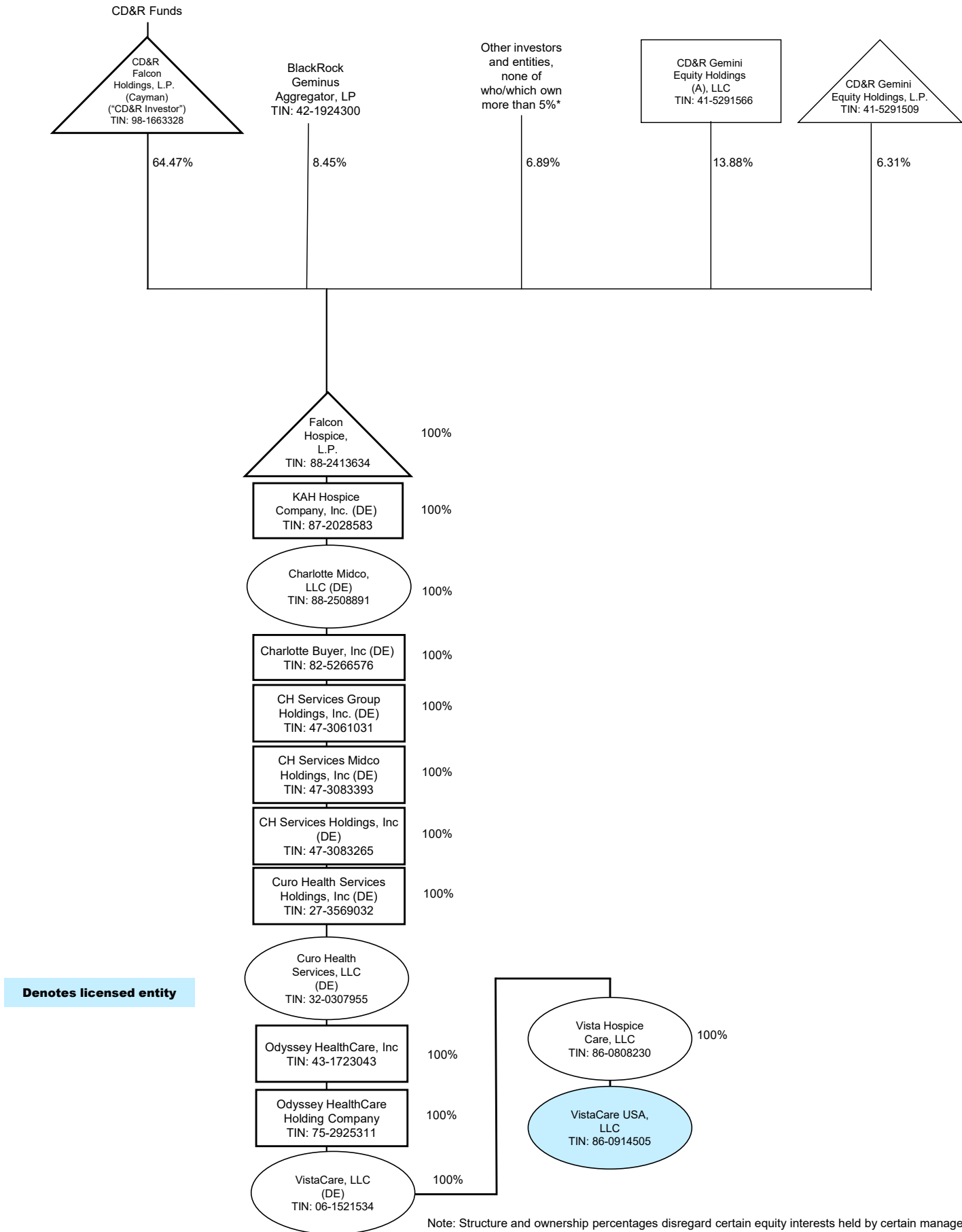


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Project Gemini – Ending Structure (VistaCare USA, LLC)



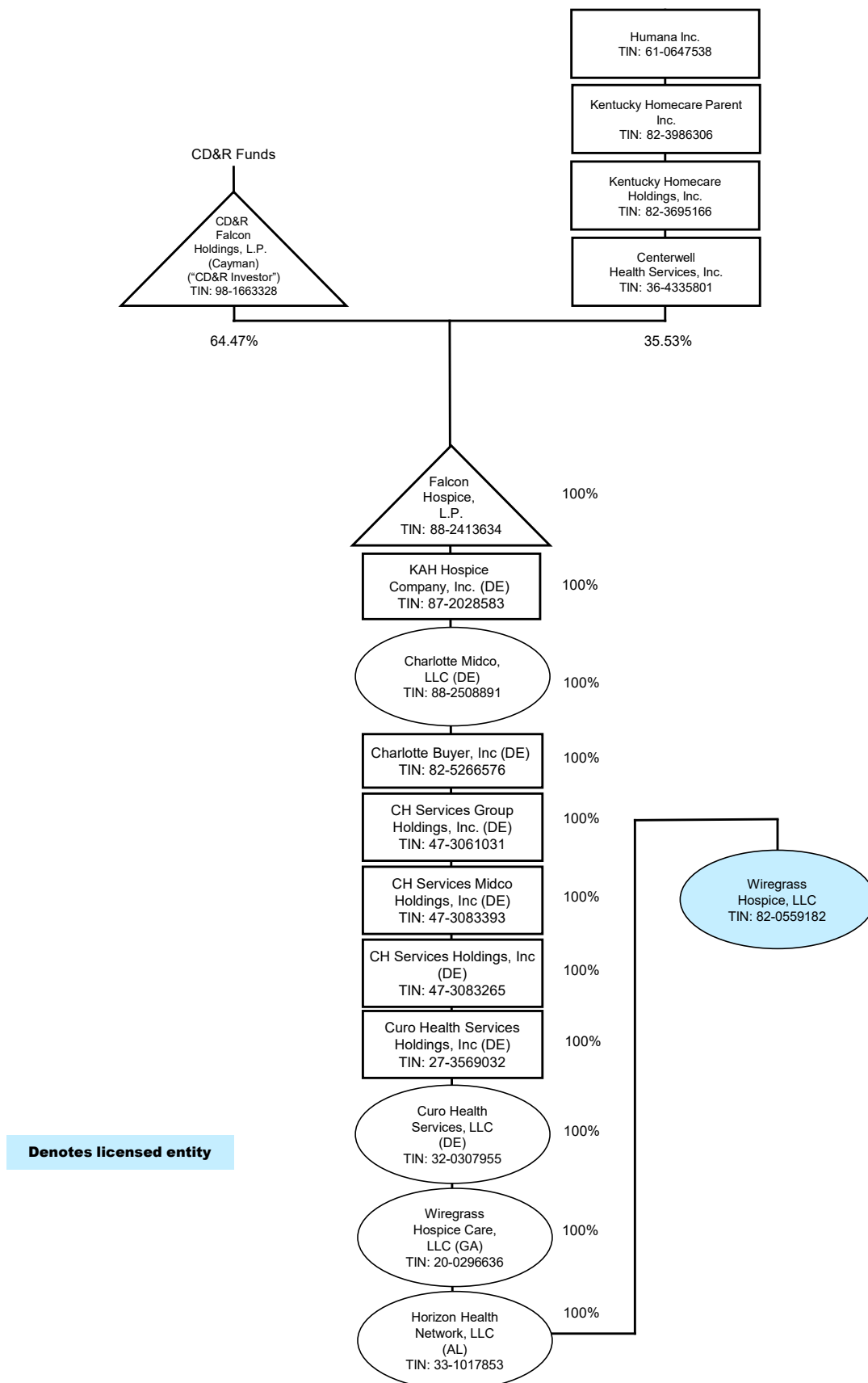
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*Note: Includes various entities managed by BlackRock representing 2.06% in the aggregate.

Project Gemini – Current Structure (Wiregrass Hospice, LLC)

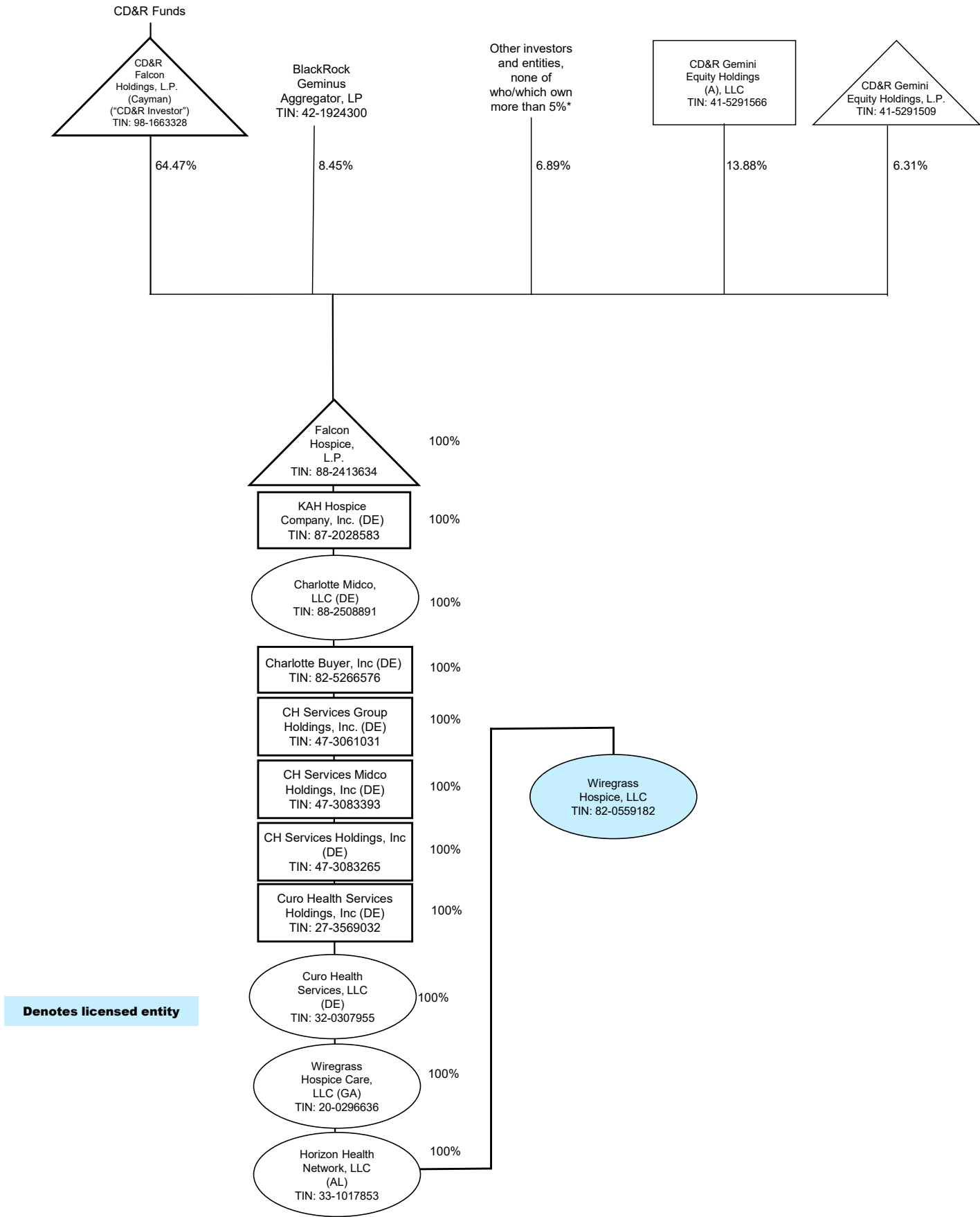


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Project Gemini – Ending Structure (Wiregrass Hospice, LLC)



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