

Proveer Investments II, LLC  
700 Corporate Ridge Road  
Birmingham, AL 35242

CO2022-113  
**RECEIVED**  
**Sep 15 2022**  
STATE HEALTH PLANNING AND  
DEVELOPMENT AGENCY

State Health Planning  
& Development Agency  
RSA Union Building  
100 N. Union Street, Suite 870  
Montgomery, AL 36104

RE: Change of Ownership License Application to Operate the 23-bed Specialty Care Assisted Living Facility known as SummerHouse Heritage Woods Specialty Care Assisted Living Facility with ADPH Facility ID P4911 and SHPDA ID 097-S4911 (the “Facility”).

Dear Ms. Marsal,

On behalf of Heritage Woods Operating, LLC, a Delaware limited liability company (“Applicant”), I have enclosed the following documents related to the Applicant’s Change of Ownership Application related to the Facility:

1. Notice of Change of Ownership/Control;
2. Part IV: Terms of Purchase;
3. Pre- and post-transaction organizational structure; and
4. Organizational chart for Heritage Woods Operating, LLC.

The proposed organization structure for the purchase is as follows:

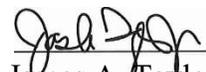
- The real estate and building would be purchased by Heritage Woods RE, LLC.
- Heritage Woods RE, LLC will lease the real estate and building to Heritage Woods Operating, LLC.
- The operations and license would be held by Heritage Woods Operating, LLC.
- The management company for the community will be Proveer Senior Living, LLC.

The transaction will not result in any new or additional services or additional beds. The transaction will not result in conversion of beds. The transaction includes the purchase of the land, building and significantly all assets within the building.

The \$2,500 processing fee will be paid through to the Agency through the online payment portal simultaneous with this filing.

If you have any questions or need any further explanation, please contact Carmin Grandinetti at (502) 587-3528 or [carmin.grandinetti@dentons.com](mailto:carmin.grandinetti@dentons.com).

Sincerely yours,



James A. Taylor, Jr., Authorized Person of Heritage Woods Operating, LLC

## 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: 097-S4911  
(This can be found at [www.shpda.alabama.gov](http://www.shpda.alabama.gov), Health Care Data, ID Codes)

Name of Facility/Provider: SummerHouse Heritage Woods SCALF  
(ADPH Licensure Name)

Physical Address: 3440 Hillcrest Road  
Mobile, AL 36695

County of Location: MOBILE

Number of Beds/ESRD Stations: 23

CON Authorized Service Area (Home Health and Hospice Providers Only). Attach additional pages if necessary. \_\_\_\_\_

**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: Nationwide Health Properties, LLC

Mailing Address: 353 North Clark Street, Suite 3300  
Chicago, Illinois 60654

Operator (Entity Name): EC Opco Heritage Woods, LLC

### Part III: Acquiring Entity Information

Name of Entity: Heritage Woods RE, LLC

Mailing Address: 700 Corporate Ridge Road  
Birmingham, AL 35242

Operator (Entity Name): Heritage Woods Operating, LLC

Proposed Date of Transaction is on or after: 10/03/2022

**Part IV: Terms of Purchase**

Monetary Value of Purchase: \$ 578,402.37

Type of Beds: SCALF

Number of Beds/ESRD Stations: 23

**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: \$ 2,991,994.00

Projected Total Cost: \$ 2,991,994.00

**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**

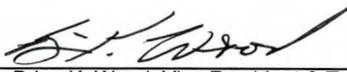
**Current Authority Signature(s):**

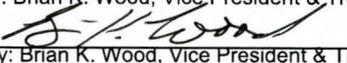
The information contained in this notification is true and correct to the best of my knowledge and belief.

Owner(s): Nationwide Health Properties, LLC

Operator(s): EC Opco Heritage Woods, LLC

Title/Date: Vice President & Treasurer

  
By: Brian K. Wood, Vice President & Treasurer

  
By: Brian K. Wood, Vice President & Treasurer

09/01/2022



**Robin R. Cherry**  
NOTARY PUBLIC  
STATE AT LARGE  
KENTUCKY  
NOTARY ID# KYNP12201  
MY COMMISSION EXPIRES September 05, 2024

SWORN to, and subscribed before me, this 1 day of September, 2022

*Robin R. Cherry*  
Notary Public

My Commission Expires: Sept. 5, 2024

**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): \_\_\_\_\_

Operator(s): \_\_\_\_\_

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



Robin R. Cherry  
NOTARY PUBLIC  
STATE AT LARGE  
KENTUCKY  
NOTARY ID# KYNP12201  
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Purchaser(s): [Signature] \_\_\_\_\_

Operator(s): Henry Woods Agency \_\_\_\_\_

Title/Date: Principal 9/23/22 \_\_\_\_\_

SWORN to and subscribed before me, this 23 day of September 2022.

[Signature]  
Notary Public

(Seal)

My Commission Expires: April 16, 2025



Scott Pylant  
Notary Public  
My Commission Expires  
April 16, 2025

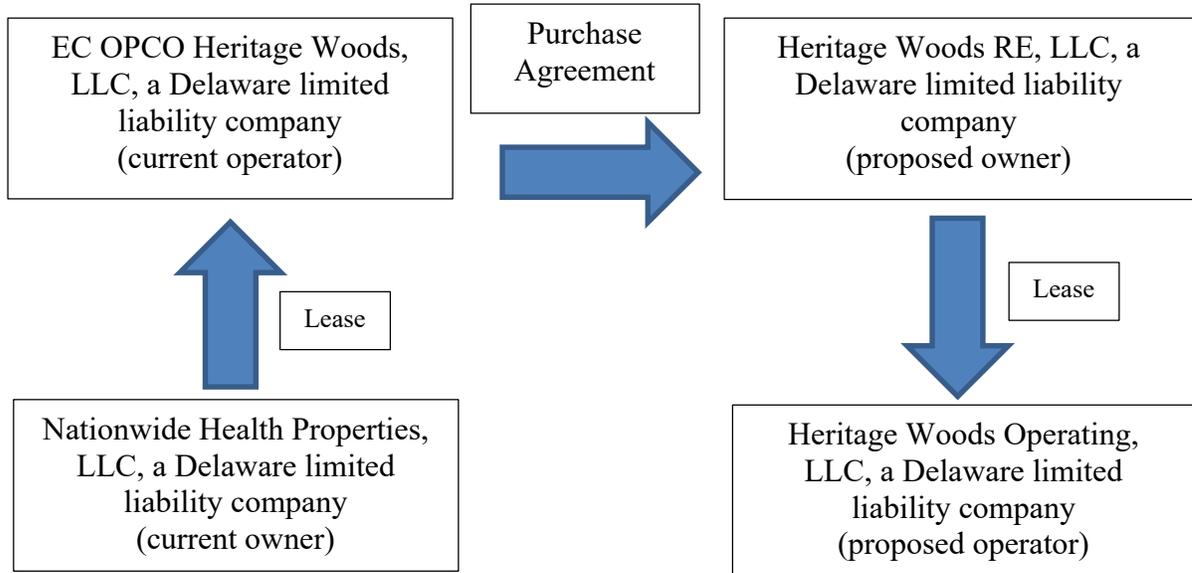
Author: Alva M. Lambert  
Statutory Authority: § 22-21-271(c), Code of Alabama, 1975  
History: New Rule

## Notice of Change of Ownership/Control

### **Part IV: Term of Purchase**

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).
  - a. There will be no new or additional services as a result of the transaction.
  
2. Whether the proposal will include the addition of any new beds.
  - a. The proposal will not include the addition of any new beds.
  
3. Whether the proposal will involve the conversion of beds.
  - a. The proposal will not involve the conversion of any beds.
  
4. Whether the assets and stock (if any) will be acquired.
  - a. Heritage Woods RE, LLC will acquire the assets constituting the facility known as SummerHouse Heritage Woods Specialty Care Assisted Living Facility.

**SummerHouse Heritage Woods**  
Pre and Post Transaction Organizational Structure



SummerHouse Heritage Woods

