

Apr 16 2024

STATE HEALTH PLANNING AND
DEVELOPMENT AGENCY



April 16, 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-N0012
Arabella Health & Wellness of Mobile

Dear Ms. Marsal:

Please find enclosed the Notice of Change of Ownership/Control form for Arabella Health & Wellness of Mobile, a 170-bed skilled nursing facility located in Mobile, Alabama. This notice is being sent to correct information previously submitted and to update indirect ownership information for **Arabella Health & Wellness of Mobile PropCo LLC** (real property owner/CON holder).

On 6/20/23, after the SHPDA change of ownership acknowledgement letter was issued, Arabella AL 600 PropCo LP became the 100% member of **Arabella Health & Wellness of Mobile PropCo LLC**. Organizational charts describing the ownership structure as previously reported to the Agency (Attachment 1) and as actually effective on 6/20/23 (Attachment 2) are enclosed.

An organizational chart describing the new proposed ownership structure of Arabella AL 600 PropCo LP, the parent organization of **Arabella Health & Wellness of Mobile PropCo LLC**, is also enclosed for the Agency's review. The effective date of this change was March 4, 2024. (Attachment 3)

Additionally, on 6/9/23, after the SHPDA change of ownership acknowledgement letter was issued but prior to the consummation of the transaction on 6/20/23, Arabella AL 600 OpCo LP became the 100% member of **Arabella Health & Wellness of Mobile OpCo LLC** (facility operator/licensee). Organizational charts describing the ownership structure as previously reported to the Agency (Attachment 4) and as actually effective on 6/20/23 (Attachment 5) are enclosed. The organizational structure effective on 6/9/23 was reported to the Alabama Department of Public Health prior to receiving licensing approval on 6/20/23.

We are providing this information to the Agency so that the provider's information on file will be current and accurate. Please note, the provider is not proposing a change from the legal entities currently on file but is proposing changes to the indirect ownership of the current and approved real property owner/CON holder and facility operator/licensee.

The change of ownership application fee was paid online on April 15, 2024 and the reference ID is 94498494.

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

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-N0012
(This can be found at www.shpda.alabama.gov, Health Care Data, ID Codes)

Name of Facility/Provider: Arabella Health & Wellness of Mobile
(ADPH Licensure Name)

Physical Address: 1758 Spring Hill Ave
Mobile, AL 36607

County of Location: Mobile

Number of Beds/ESRD Stations: 170

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: Arabella Health & Wellness of Mobile PropCo LLC

Mailing Address: 1758 Spring Hill Ave
Mobile, AL 36607

Operator (Entity Name): Arabella Health & Wellness of Mobile OpCo LLC

Part III: Acquiring Entity Information

Name of Entity: Arabella Health & Wellness of Mobile PropCo LLC

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

Operator (Entity Name): Arabella Health & Wellness of Mobile OpCo LLC

Proposed Date of Transaction is on or after: 03/04/2024

Part IV: Terms of Purchase

Monetary Value of Purchase: \$ N/A

Type of Beds: Skilled Nursing Facility Beds

Number of Beds/ESRD Stations: 170

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

Projected Equipment Cost: \$ -----

Projected Construction Cost: \$ -----

Projected Yearly Operating Cost: \$ -----

Projected Total Cost: \$ -----

On an Attached Sheet Please Address the Following:

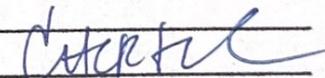
- 1.) The services to be offered by the proposal (the applicant will state whether he has previously offered the service, whether the service is an extension of a presently offered service, or whether the service is a new service).
- 2.) Whether the proposal will include the addition of any new beds.
- 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): Adam Sasouness x

Operator(s): Chaim N. Hertz x 

Title/Date: Authorized Signatory x

SWORN to and subscribed before me, this 15 day of April 2024
Jamie S. Briggs

(Seal)

TAMALA S BRIGGINS
Notary Public
Alabama State at Large

Notary Public

My Commission Expires: 5.22.27

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): Adam Sasouness X

Operator(s): Chaim N. Hertz X *Chaim N. Hertz*

Title/Date: Authorized Signatory X

SWORN to and subscribed before me, this 15 day of April 2024
Jamie S. Briggs

(Seal)

TAMALA S BRIGGINS
Notary Public
Alabama State at Large

Notary Public

My Commission Expires: 5.22.27

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

Operator (Entity Name): Arabella Health & Wellness of Mobile OpCo LLC

Proposed Date of Transaction is on or after: 03/04/2024

Part IV: Terms of Purchase

Monetary Value of Purchase: \$ N/A

Type of Beds: Skilled Nursing Facility Beds

Number of Beds/ESRD Stations: 170

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

Projected Equipment Cost: \$ -----

Projected Construction Cost: \$ -----

Projected Yearly Operating Cost: \$ -----

Projected Total Cost: \$ -----

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): Adam Sasouness X 

Operator(s): Chaim N. Hertzell X

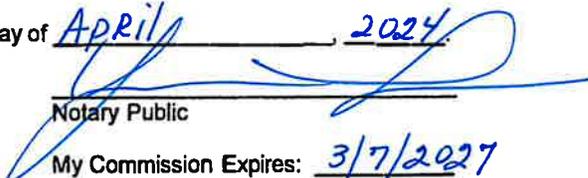
Title/Date: Authorized Signatory X

SWORN to and subscribed before me, this 15 day of April, 2024

(Seal)



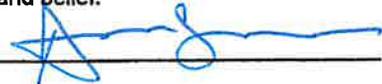
Yana Lipis
Comm.: HH 370635
Expires: March 7, 2027
Notary Public - State of Florida


Notary Public

My Commission Expires: 3/7/2027

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.

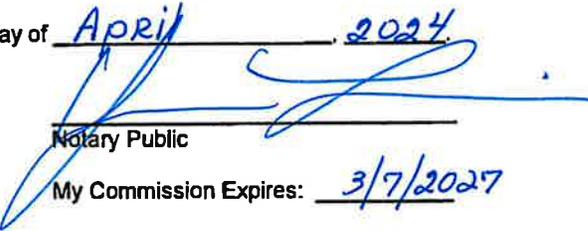
Purchaser(s):	<u>Adam Sasouness</u>	<input checked="" type="checkbox"/>	
Operator(s):	<u>Chaim N. Hertzel</u>	<input checked="" type="checkbox"/>	
Title/Date:	<u>Authorized Signatory</u>	<input checked="" type="checkbox"/>	

SWORN to and subscribed before me, this 15 day of April, 2024

(Seal)



Yana Lipis
Comm.: HH 370635
Expires: March 7, 2027
Notary Public - State of Florida


Notary Public

My Commission Expires: 3/7/2027

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

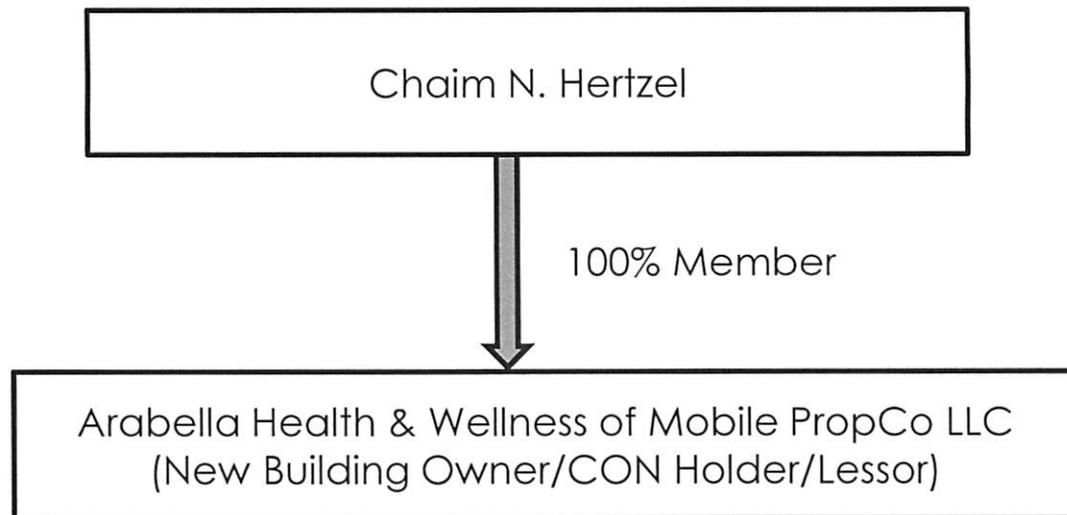
Part IV: Terms of Purchase - Attachment

1. There will be no change to the services currently provided by the facility, which are skilled nursing care services.
2. There will be no addition of beds.
3. There will be no conversion of beds.
4. The transaction is a transfer of indirect ownership interest in Arabella Health & Wellness of Mobile PropCo LLC, the current real property owner and Certificate of Need holder. The transfer of membership interest occurred on March 4, 2024.

Note: This notice is being submitted to correct and update the information on file with SHPDA in order to ensure that the information is current and accurate. There is no change in the entities that are the current licensee/lessee or property owner/lessor/CON holder. The change is only an indirect change to the property owner entity's parent organizational structure.

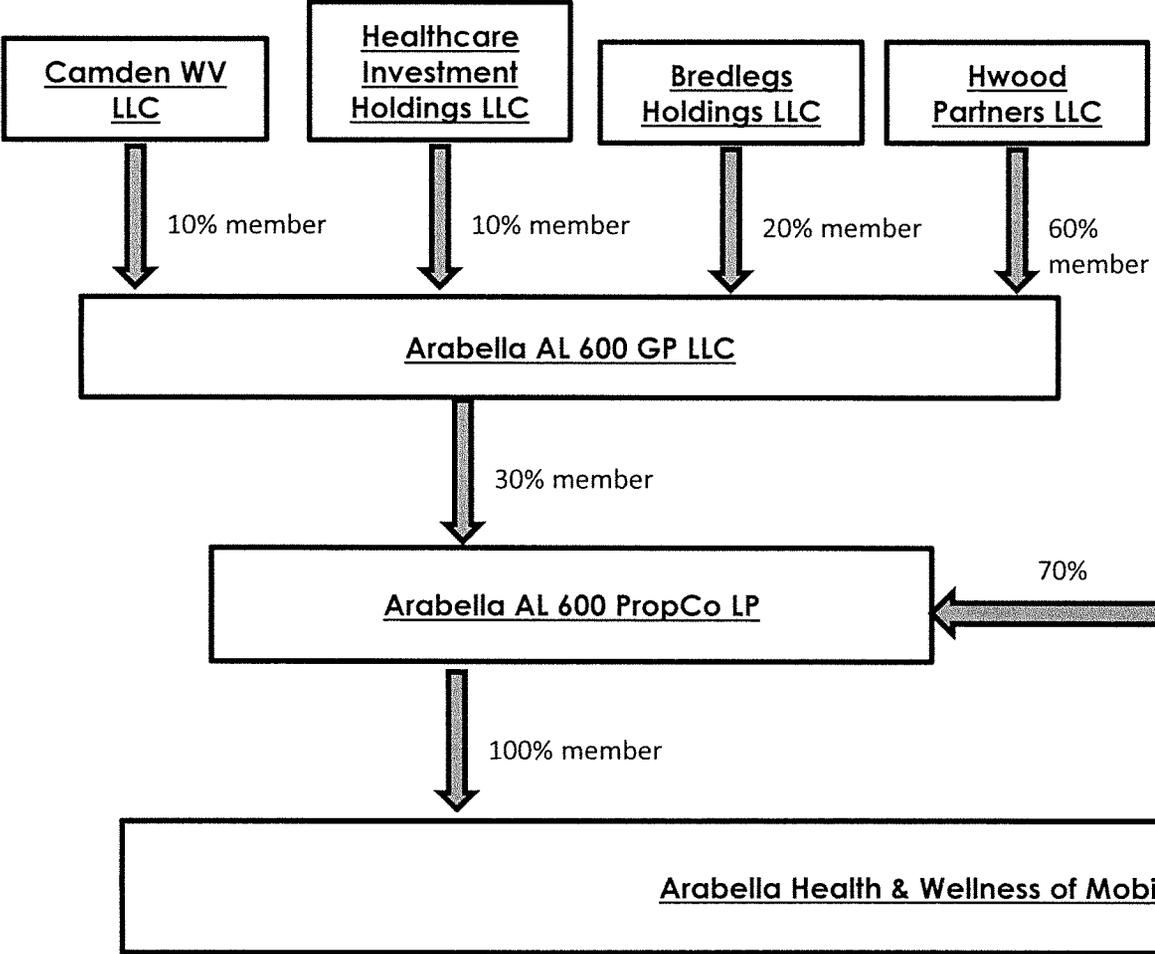
Attachment 1

Arabella Health & Wellness of Mobile PropCo LLC
Organizational Chart as submitted to SHPDA on 4/26/23



Attachment 2

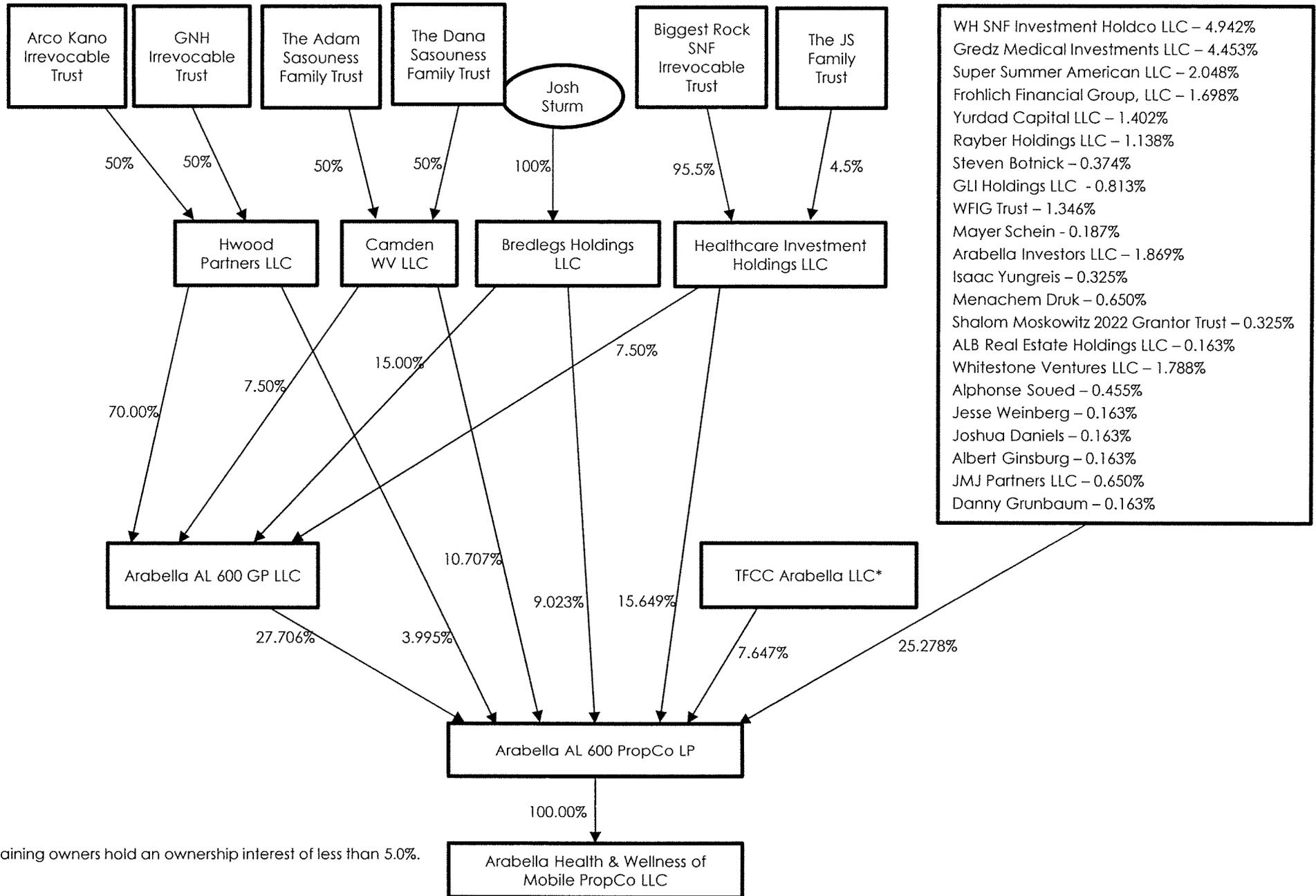
Arabella Health & Wellness of Mobile PropCo LLC Organizational Chart effective 6/20/23



- Healthcare Investment Holdings LLC – 18.582%
- Camden WV LLC – 13.594%
- WH SNF Investment Holdco LLC – 4.988%
- Rayber Holdings LLC – 1.148%
- GLI Holdings LLC – 0.820%
- Bredlegs Holdings LLC – 9.106%
- Super Summer American LLC – 2.067%
- Gredz Medical Investments LLC – 4.494%
- Hwood Partners LLC – 4.032%
- Frohlich Financial Group, LLC – 1.714%
- Yurdad Capital LLC – 1.415%
- Steven Botnick – 0.377%
- WFIG Trust – 1.358%
- Mayer Schein - 0.189%
- Arabella Investors LLC – 1.886%
- Isaac Yungreis – 0.328%
- Menachem Druk – 0.656%
- Shalom Moskowitz 2022 Grantor Trust – 0.328%
- ALB Real Estate Holdings LLC – 0.164%
- Whitestone Ventures LLC – 1.804%
- Alphonse Soued – 0.459%
- Jesse Weinberg – 0.164%
- Joshua Daniels – 0.164%
- Albert Ginsburg – 0.164%

Attachment 3

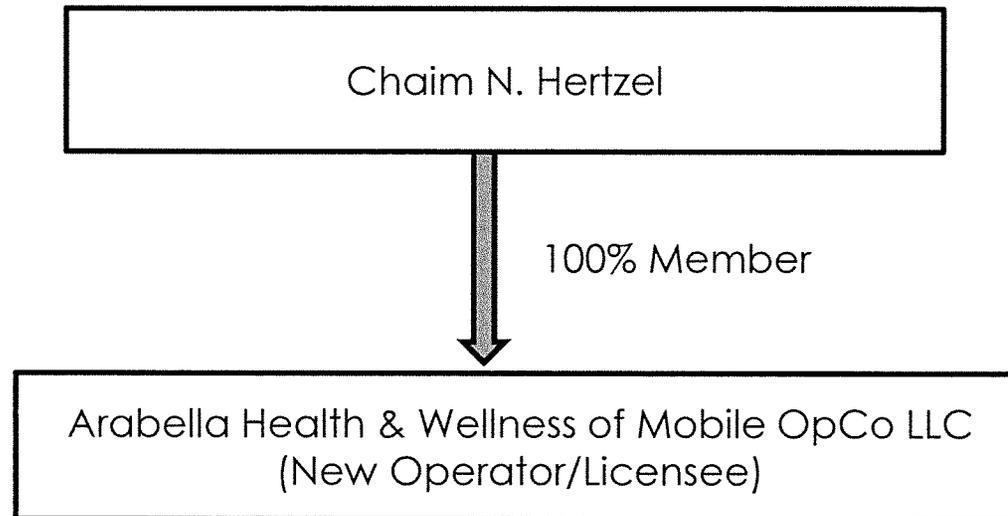
Arabella Health & Wellness of Mobile PropCo LLC Proposed Organizational Chart effective 3/4/24



* All remaining owners hold an ownership interest of less than 5.0%.

Attachment 4

Arabella Health & Wellness of Mobile OpCo LLC
d/b/a Arabella Health & Wellness of Mobile
Organizational Chart as submitted to SHPDA on 4/26/23



Attachment 5

Arabella Health & Wellness of Mobile OpCo LLC
d/b/a Arabella Health & Wellness of Mobile
Organizational Chart effective 6/9/23
(CHOW transaction occurred 6/20/23)

