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CO2025-019

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Apr 03 2025

STATE HEALTH PLANNING AND
DEVELOPMENT AGENCY

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April 3, 2025

VIA EMAIL ONLY

Ms. Emily T. Marsal
Executive Director
State Health Planning and Development Agency
100 North Union Street, Suite 870
Montgomery Alabama 36104
shpda.online@shpda.alabama.gov

**Re: Notice of Change of Ownership
Thrive at Jones Farm SCALF
089-S4515
Anticipated Effective Date: April 28, 2025**

Dear Ms. Marsal:

I respectfully submit this Notice of Change of Ownership pursuant to Section 410-1-7-.04 of the Rules and Regulations of the Alabama Certificate of Need Program (the "CON Rules") in anticipation of the proposed transaction described below. The Change of Ownership involves Thrive at Jones Farm SCALF, a 26 bed specialty care assisted living facility ("SCALF") located at 2238 Cecil Ashburn Drive SE, Huntsville, Alabama 35802 (Madison County) (the "Facility"). The following is a summary of the proposed transaction:

I. Scope of the Transaction

1. Thrive Senior Living, LLC d/b/a Thrive at Jones Farm received CON 2768-SCALF on October 6, 2016, to operate 26 SCALF beds. See Attachment A.
2. No earlier than April 28, 2025, JF Propco 1818, LLC (“JF Propco”) will purchase the real estate comprising the Facility (including the improvements, structures, and fixtures thereon). No earlier than April 28, 2025, JF Opco 1818, LLC (“JF Opco”) will purchase all of the personal property, contractual and operational rights, and other transferrable assets concerning the operation of the Facility. JF Opco will become the licensee of the Facility.
3. It is contemplated that the change in licensee and CON holder will be effective no earlier than April 28, 2025, or upon receipt of all governmental authorizations and certifications required, whichever is later.

II. Financial Scope of the Project

JF Propco will purchase the real estate for a to-be-determined fair market value price. JF Opco will purchase the personal property and assets for a to-be-determined fair market value price. JF Opco will lease the real estate from JF Propco under an operating lease with customary terms and conditions for this type of transaction.

Other than as described herein, the Change of Ownership transaction will not involve new construction, the purchase of any new equipment, or the incurrence of new operating costs. Current expenditures are not expected to increase as a result of this transaction.

III. Services to be Offered

1. The proposed transaction does not involve the offering of any new institutional health services. A 26-bed SCALF will continue to be operated at 2238 Cecil Ashburn Drive SE, Huntsville, Alabama following the transaction.
2. JF Propco and JF Opco do not currently provide SCALF services.
3. The proposed transaction will not result in the addition or reduction of beds.
4. The proposed transaction will not involve the conversion of beds.
5. As set forth above, the proposed transaction involves the purchase of real estate and personal property and assets, as necessary for continued, seamless operation of the Facility. The proposed transaction does not include the sale of stock.


In accordance with the CON Rules, payment in the amount of \$2,500.00 for the Change of Ownership Filing fee is being submitted via the SHPDA Electronic Payment Portal. Attached as Attachment B please find an executed Notice of Change of Ownership form.

Based on the facts presented above, I respectfully request that you exercise your authority under § 410-1-7-.04 of the CON Rules and determine that neither a certificate of need, nor any further certificate of need regulatory review, is required for the consummation of the above-described proposed transaction.

Ms. Emily T. Marsal
April 3, 2025
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Should you have any questions or need further information, please feel free to contact me
at (205) 458-5429 or at kfleming@burr.com.

Sincerely,



Kelli C. Fleming

KCF/caj
Attachments

ATTACHMENT A

ALABAMA
STATE HEALTH PLANNING & DEVELOPMENT AGENCY
CERTIFICATE OF NEED
FOR HEALTH CARE SERVICES

I. IDENTIFICATION

1. Certificate of Need 2768-SCALF	2. Date Issued: October 6, 2016	3. Termination Date: October 5, 2017
4. Project Number: AL2016-030	5. Name of Facility: Thrive Senior Living, LLC d/b/a Thrive at Jones Farm	
6. Service Area: Madison County	7. Location of Facility: 2328 Cecil Ashburn Drive, SE Huntsville, AL 35802	
8. Type of Facility: SCALF	9. Number of Beds: Twenty-six (26)	10. Estimated Cost: \$5,939,818.00
11. Services to be provided: The applicant is seeking to convert twenty-six (26) assisted living beds which are currently under development to twenty-six (26) specialty care assisted living (SCALF) beds to be named Thrive at Jones Farm in Huntsville, Madison County, Alabama.		

II. CERTIFICATE OF NEED

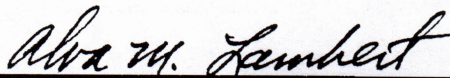
In accordance with Section 22-21-260 through 22-21-279, Code of Alabama, 1975, the Certificate of Need Review Board finds as follows:

1. There is a need for the project.
2. There are in force in the State of Alabama reasonable minimum standards of licensure and methods of operation for hospitals and health facilities.
3. The prescribed standards of licensure and operation will be applied and enforced with respect to the applicant, hospital or other health facility.

III. ISSUANCE OF CERTIFICATE OF NEED

This Certificate of Need is issued to **Thrive Senior Living, LLC d/b/a Thrive at Jones Farm** only, for a period not to exceed 12 months from the date of issuance. This Certificate of Need is not transferable and any action on the part of the Applicant to transfer this Certificate of Need will render the Certificate of Need null and void.

ORIGINAL


 Alva M. Lambert, Executive Director

ATTACHMENT B

Apr 03 2025


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: 089-S4515
(This can be found at www.shpda.alabama.gov, Health Care Data, ID Codes)
Name of Facility/Provider: Thrive at Jones Farm SCALF
(ADPH Licensure Name)
Physical Address: 2238 Cecil Ashburn Drive SE
Huntsville, Alabama 35802
County of Location: MADISON 
Number of Beds/ESRD Stations: 26
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: Thrive Senior Living, LLC
Mailing Address: 2238 Cecil Ashburn Drive SE
Huntsville, Alabama 35802
Operator (Entity Name): Thrive at Jones Farm

Part III: Acquiring Entity Information

Name of Entity: JF Opco 1818, LLC
Mailing Address: 2238 Cecil Ashburn Drive SE
Huntsville, Alabama 35802

Operator (Entity Name): JF Opco 1818, LLC d/b/a The Goldton at Jones Farm

Proposed Date of Transaction is on or after: 04/28/2025 (or once governmental approvals are received)

Part IV: Terms of Purchase

Monetary Value of Purchase: \$ Fair Market Value

Type of Beds: SCALF

Number of Beds/ESRD Stations: 26

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: \$ 0.00

Projected Total Cost: \$ 0.00

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.

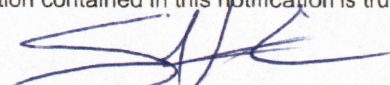
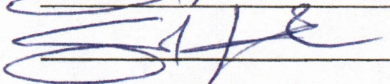
Part V: Certification of Information**Current Authority Signature(s):**

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

Owner(s):

Operator(s):

Title/Date:



PRESIDENT + CFO

SEBBY KANNUKKADONSEBBY KANNUKKADON4/3/25

SWORN to and subscribed before me, this 3rd day of April, 2025.

(Seal)

Notary Public

My Commission Expires: July 31, 2026

Kesha L. Johnson
NOTARY PUBLIC
Cobb County
State of Georgia
My Comm. Expires July 31 2026

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

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): _____

Operator(s): _____

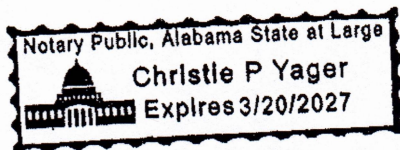
Title/Date: _____

[Signature]
[Signature]
managing member 4/2/25

SWORN to and subscribed before me, this 2nd day of April, 2025.

(Seal)

[Signature]
Christie P Yager
Notary Public

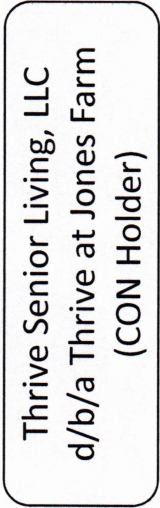
My Commission Expires: 03/20/2027

Author: Alva M. Lambert

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

History: New Rule

Current Structure Prior to CHOW



Proposed Structure After CHOW

