

NC DEPARTMENT OF
**HEALTH AND
HUMAN SERVICES**

ROY COOPER • Governor
MANDY COHEN, MD, MPH • Secretary
MARK PAYNE • Director, Division of Health Service Regulation

December 27, 2018

Kristen Andrews Wilson
Steptoe & Johnson
400 White Oaks Boulevard
Bridgeport, WV 26330

No Review

Record #: 2822
Facility Name: See attached list
FID #: See attached list
Business Name: VOCA Corporation of North America
Business #: 1965
Project Description: Change in indirect ownership
County: See attached list

Dear Ms. Wilson:

The Healthcare Planning and Certificate of Need Section, Division of Health Service Regulation (Agency) received your correspondence regarding the above referenced proposal. Based on the CON law **in effect on the date of this response to your request**, the proposal described in that correspondence is not governed by, and therefore, does not currently require a certificate of need. If the CON law is subsequently amended such that the above referenced proposal would require a certificate of need, this determination does not authorize you to proceed to develop the above referenced proposal when the new law becomes effective.

You may need to contact the Agency's Mental Health Licensure and Certification Section to determine if they have any requirements for development of the proposed project.

This determination is binding only for the facts represented in your correspondence. If changes are made in the project or in the facts provided in the correspondence referenced above, a new determination as to whether a certificate of need is required would need to be made by this office.

Please do not hesitate to contact this office if you have any questions.

NC DEPARTMENT OF HEALTH AND HUMAN SERVICES • DIVISION OF HEALTH SERVICE REGULATION

HEALTHCARE PLANNING AND CERTIFICATE OF NEED SECTION

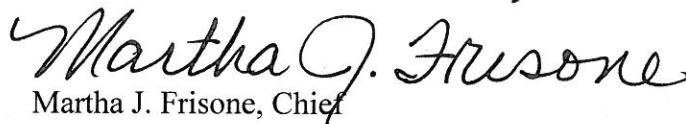
LOCATION: 809 Ruggles Drive, Edgerton Building, Raleigh, NC 27603
MAILING ADDRESS: 2701 Mail Service Center, Raleigh, NC 27699-2701
www.ncdhhs.gov/dhsr/ • TEL: 919-855-3750 • FAX: 919-733-2757

AN EQUAL OPPORTUNITY / AFFIRMATIVE ACTION EMPLOYER

Sincerely,



Gloria C. Hale
Team Leader



Martha J. Frisone, Chief
Healthcare Planning and Certificate of Need Section

cc: Mental Health Licensure and Certification Section, DHSR
Melinda Boyette, Administrative Assistant, Healthcare Planning, DHSR

Exhibit A VOCA Corporation					
License #	Facility Name	Street	City	County	FID #
MHL-002-007	VOCA-Second Avenue Group Home	49 Second Avenue SE	Taylorsville	Alexander	954822
MHL-014-031	VOCA-Laurel Group Home	51 Laurel Street	Granite Falls	Caldwell	944838
MHL-014-036	VOCA-Elm	233 Elm Avenue	Hudson	Caldwell	945188
MHL-018-041	VOCA-Forest Ridge	4959 Forest Ridge Drive	Hickory	Catawba	960583
MHL-018-050	VOCA-8th Avenue	212 8th Avenue NW	Hickory	Catawba	060760
MHL-023-018	VOCA-Young Group Home	211 Young Street	Shelby	Cleveland	922802
MHL-023-141	Shelby Day Habilitation	950 Wendover Heights Drive	Shelby	Cleveland	070465
MHL-023-196	VOCA-Ginger Drive Group Home	604 Ginger Drive	Kings Mountain	Cleveland	150067
MHL-032-010	Seven Oaks Road-Durham	614 Seven Oaks Road	Durham	Durham	922555
MHL-032-068	Voca-Otis Street Home	2415 Otis Street	Durham	Durham	922342
MHL-032-069	VOCA-Obie	322 Obie Drive	Durham	Durham	922326
MHL-032-075	VOCA-Gentry	2219 Gentry Drive	Durham	Durham	921905
MHL-036-091	VOCA-Dellinger	310 Tot Dellinger Road	Cherryville	Gatson	944918
MHL-051-036	VOCA-Greenwood Group Home	105 Greenwood Circle	Smithfield	Johnston	944969
MHL-051-037	VOCA-Laurelwood	200 Laurelwood Drive	Smithfield	Johnston	955747
MHL-053-022	Hickory II Group Home	322 Hickory Avenue	Sanford	Lee	931971
MHL-053-023	VOCA-Sixth Street Group Home	201 North Sixth Street	Sanford	Lee	955474
MHL-060-081	VOCA-Denbur Drive Group Home	8324 Denbur Drive	Charlotte	Mecklenburg	941756
MHL-060-102	VOCA-Norwich Road Group Home	1006 Norwich Road	Charlotte	Mecklenburg	942803
MHL-060-107	VOCA-Mallard Drive	6119 Mallard Drive	Charlotte	Mecklenburg	922792
MHL-060-111	VOCA-Woodbridge Road Group Home	5901 Woodbridge Road	Charlotte	Mecklenburg	922801
MHL-060-122	VOCA-Simpson Group Home	3017 Simpson Drive	Charlotte	Mecklenburg	922799
MHL-060-126	VOCA-Freedom Group Home	5911 Freedom Drive	Charlotte	Mecklenburg	922793
MHL-060-1273	Enoch Drive	4109 Enoch Drive	Charlotte	Mecklenburg	080760
MHL-060-128	VOCA-Harrisburg Road Group Home	6620 Harrisburg Road	Charlotte	Mecklenburg	922794
MHL-060-130	VOCA-St. John's Church Road Group Home	2220 St. John's Church Road	Charlotte	Mecklenburg	952800
MHL-060-133	VOCA-Oak Drive Group Home	5416 Oak Drive	Charlotte	Mecklenburg	922797
MHL-060-134	VOCA-Purser Group Home	1615 Purser Drive	Charlotte	Mecklenburg	922798
MHL-060-145	VOCA-Wilson Avenue Group Home	2103 Wilson Avenue	Charlotte	Mecklenburg	922891
MHL-060-205	VOCA-Sandburg Group Home	9317 Sandburg Avenue	Charlotte	Mecklenburg	944694
MHL-060-208	VOCA-Oakhaven Drive Group Home	12516 Oakhaven Drive	Charlotte	Mecklenburg	944697
MHL-060-213	VOCA-Toddville Road Group Home	1809 Toddville Road	Charlotte	Mecklenburg	944702
MHL-081-016	VOCA-Woodland	123 Woodland Drive	Rutherfordton	Rutherford	942795
MHL-081-018	VOCA-Rollins Group Home	297 Bob Rollins Road	Forest City	Rutherford	955481
MHL-081-039	Cardinal Road Home	215 Cardinal Road	Rutherfordton	Rutherford	000494
MHL-092-097	Hickory Avenue Home	112 Hickory Avenue	Holly Springs	Wake	921970
MHL-092-101	Country Lane	534 Country Lane	Holly Springs	Wake	921705
MHL-092-102	VOCA-Creekway	424 Creekway Drive	Fuquay Varina	Wake	921719
MHL-092-121	Voca Olive Home	707 East Olive Street	Apex	Wake	955745
MHL-092-125	Mason Street	306 North Mason Street	Apex	Wake	955746
MHL-092-817	Bass Lake	408 Bass Lake	Holly Springs	Wake	080836
Total		41			



400 White Oaks Boulevard
Bridgeport, WV 26330
(304) 933-8000 (304) 933-8183 Fax
www.steptoe-johnson.com

Writer's Contact Information
(304) 231-0444
kristen.andrews-wilson@steptoe-johnson.com

December 18, 2018

Via E-Mail (martha.frisone@dhhs.nc.gov) and
Federal Express - Standard Overnight

Attn: Martha Frisone, Chief
North Carolina Department of Health and Human Services
Division of Health Services Regulation
Healthcare Planning and Certificate of Need Section
809 Ruggles Drive
Raleigh, NC 27603



Re: Notice of Change of Indirect Owner

To Whom It May Concern:

We represent VOCA Corporation of North Carolina ("Provider") and are writing to advise you of a change of information arising from an upcoming transaction where the ownership of Onex Rescare Holdings Corp. ("Rescare Holdings") will change and a subsidiary of Phoenix Parent Holdings Inc. ("Buyer") will be the owner of Rescare Holdings. Rescare Holdings will continue to hold, through a chain of wholly-owned subsidiaries, its indirect ownership of the Provider post-closing. The organizational chart attached as **Exhibit A** shows the ownership structure pre and post transfer of the ownership interest.

The Provider holds the licenses set forth on **Exhibit B**, and is five entities below Rescare Holdings (a "5th Tier Subsidiary" as demonstrated on **Exhibit A**). The ownership of the four entities between Rescare Holdings and Provider will not change as a result of the transaction, and these entities will retain their current federal tax identification numbers and NPI numbers.

The Provider will continue to conduct business at the same location(s) under the same legal entity name, federal tax identification number and NPI number(s). There will be no change to the Provider's direct ownership, equipment, assets, personnel, policies and procedures, operations, or services provided. In sum, this transaction will have no effect on the Provider's business, operations, customers or patients. This transfer of indirect ownership is currently expected to occur in the first quarter of 2019.

We trust that this letter provides all of the necessary information for disclosure of the change in indirect ownership of the Provider, and no further action is required. Please advise if any additional action is required. If you have any questions or require any additional information, please do not hesitate to contact me at (304) 231-0444 or kristen.andrews-wilson@steptoe-johnson.com.

Sincerely,

A handwritten signature in blue ink that reads 'Kristen'.

Kristen Andrews Wilson

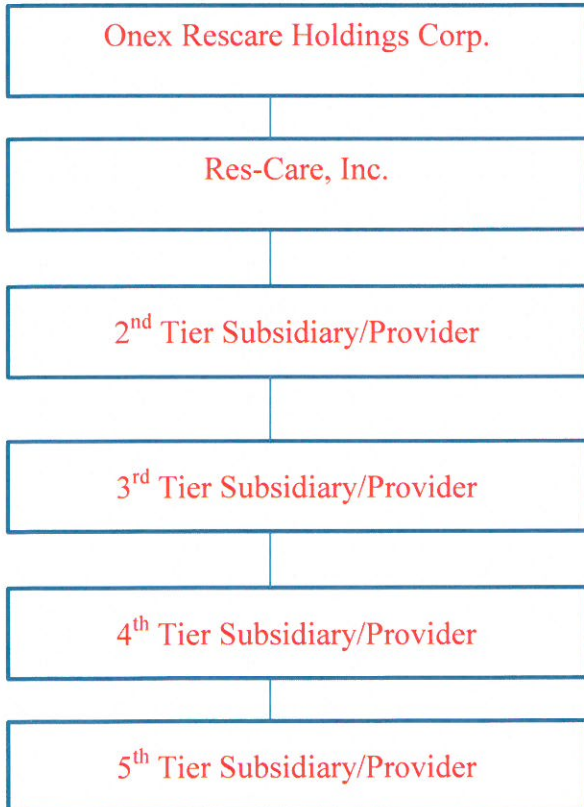
KAW/ssd
Enclosures

West Virginia • Ohio • Kentucky • Pennsylvania • Texas • Colorado



Exhibit A
Organizational Chart

**PRE CHANGE OF OWNERSHIP
ORGANIZATIONAL/OWNERSHIP CHART**



**POST CHANGE OF OWNERSHIP
ORGANIZATIONAL/OWNERSHIP CHART**



Exhibit B
License Numbers

Facility	Number
VOCA Corporation of North Carolina	MHL-002-007
VOCA Corporation of North Carolina	MHL-014-031
VOCA Corporation of North Carolina	MHL-014-036
VOCA Corporation of North Carolina	MHL-018-041
VOCA Corporation of North Carolina	MHL-018-050
VOCA Corporation of North Carolina	MHL-023-018
VOCA Corporation of North Carolina	MHL-023-141
VOCA Corporation of North Carolina	MHL-023-196
VOCA Corporation of North Carolina	MHL-032-010
VOCA Corporation of North Carolina	MHL-032-068
VOCA Corporation of North Carolina	MHL-032-069
VOCA Corporation of North Carolina	MHL-032-075
VOCA Corporation of North Carolina	MHL-036-091
VOCA Corporation of North Carolina	MHL-051-036
VOCA Corporation of North Carolina	MHL-051-037
VOCA Corporation of North Carolina	MHL-053-022
VOCA Corporation of North Carolina	MHL-053-023
VOCA Corporation of North Carolina	MHL-060-081
VOCA Corporation of North Carolina	MHL-060-102
VOCA Corporation of North Carolina	MHL-060-107
VOCA Corporation of North Carolina	MHL-060-111
VOCA Corporation of North Carolina	MHL-060-122
VOCA Corporation of North Carolina	MHL-060-126

Facility	Number
VOCA Corporation of North Carolina	MHL-060-1273
VOCA Corporation of North Carolina	MHL-060-128
VOCA Corporation of North Carolina	MHL-060-130
VOCA Corporation of North Carolina	MHL-060-133
VOCA Corporation of North Carolina	MHL-060-134
VOCA Corporation of North Carolina	MHL-060-145
VOCA Corporation of North Carolina	MHL-060-205
VOCA Corporation of North Carolina	MHL-060-208
VOCA Corporation of North Carolina	MHL-060-213
VOCA Corporation of North Carolina	MHI-081-016
VOCA Corporation of North Carolina	MHL-081-018
VOCA Corporation of North Carolina	MHL-081-039
VOCA Corporation of North Carolina	MHL-092-097
VOCA Corporation of North Carolina	MHL-092-101
VOCA Corporation of North Carolina	MHL-092-102
VOCA Corporation of North Carolina	MHL-092-121
VOCA Corporation of North Carolina	MHL-092-125
VOCA Corporation of North Carolina	MHL-092-817