

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

March 13, 2019

Kenneth Burgess 130 South Franklin Street Rocky Mount, NC 27804

Exempt from Review - Acquisition of Facility

Record #:

2900

Facility Name:

The Arc of Hope Mills

Type of Facility: Adult care home

FID #:

920499

Acquisition by:

Dona Burrell Revocable Trust

Business #:

3011

County:

Cumberland

Dear Mr. Burgess:

The Healthcare Planning and Certificate of Need Section, Division of Health Service Regulation (Agency) determined that based on your representations, the above referenced proposal is exempt from certificate of need (CON) review in accordance with N.C. Gen. Stat. §131E-184(a)(8). Therefore, the above referenced business may proceed to acquire the health service facility identified above without first obtaining a CON. The Agency's determination is limited to the question of whether or not the above referenced business would have to obtain a CON if the current owners of the health service facility do in fact sell it to the business listed above. Note that pursuant to N.C. Gen. Stat. §131E-181(b): "A recipient of a certificate of need, or any person who may subsequently acquire, in any manner whatsoever permitted by law, the service for which that certificate of need was issued, is required to materially comply with the representations made in its application for that certificate of need."

In the event that the business listed above does acquire the facility, you should contact the Agency's Adult Care Licensure Section to obtain instructions for changing ownership of the existing facility.

It should be noted that this Agency's position is based solely on the facts represented by you and that any change in facts as represented would require further consideration by this Agency and a

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: 809 Ruggles Drive, 2704 Mail Service Center, Raleigh, NC 27699-2704 www.ncdhhs.gov/dhsr • TEL: 919-855-3873

Kenneth Burgess March 13, 2019 Page 2

separate determination regarding whether or not a certificate of need would be required. If you have any questions concerning this matter, please feel free to contact this office.

Sincerely,

Tanya M. Saporito

Project Analyst

Martha J. Frisone

Martha J. Frisone

Chief

cc:

Adult Care Licensure Section, DHSR

Melinda Boyette, Administrative Assistant, Healthcare Planning, DHSR



Poyner Spruill "

Kenneth L. Burgess
Partner
D: 919.783.2917
F: 252.972.7045
kburgess@poynerspruill.com

March 4, 2019

VIA EMAIL

Martha Frisone, Chief Gloria Hale, Team Leader N.C. Department of Health and Human Services Division of Health Service Regulation Healthcare Planning and Certificate of Need Section 809 Ruggles Drive Raleigh, N.C. 27603

NR 2900

Bus 3011

RE: Notice of Exempt Acquisition of Existing Health Care Facility: The Arc of Hope Mills, Facility I.D. No. 920499

Dear Martha and Gloria:

I am writing on behalf of our client, the Dona H. Burrell Revocable Trust ("the Trust"), to provide notice to the N.C. Department of Health and Human Services, Division of Health Service Regulation, Certificate of Need Section ("the CON Section") pursuant to N.C. Gen. Stat. § 131E-184(a)(8) of the Trust's intent to acquire an existing health service facility, as further explained herein.

The Trust plans to acquire the adult care home known as The Arc of Hope Mills ("the facility"), located at 4124 Pecan Drive, Hope Mills, N.C. 28348, Facility I.D. No. 920499. The facility is currently owned by an entity known as Happy Valley Retirement Center which is owned by Ms. Cindy Jacobs. The facility is currently licensed to The Arc of Hope Mills, LLC, for which Dona Burrell serves as President and Secretary-Treasurer. A copy of the facility's 2019 License Renewal Application and License are attached hereto. The Arc of Hope Mills, LLC currently leases the facility from the current owner.

Dona Burrell is also the primary beneficiary of the Dona Burrell Revocable Trust, the entity which is purchasing The Arc of Hope Mills. The transaction, which is scheduled to close on or about March 11, 2019, involves the purchase of the facility's physical plant (*i.e.*, the bricks and mortar) from the current facility owner by the Trust. As noted, the Trust essentially is a related entity to the current licensee of the facility, The Arc of Hope Mills, LLC, in that Ms. Dona Burrell is the President of the purchasing entity and also the primary beneficiary of the Trust.

Following the transaction's closing, the licensee of the facility will remain, as it is today, The Arc of Hope Mills, LLC. So, in summary, the transaction involves only a purchase of the facility's physical plant from the current owner by an entity related (as described above) to the current licensee. The transaction does not involve the addition of any new health service facility beds or new health services which qualify as a "new institutional health service" under N.C. Gen. Stat. § 131E-176 (9b) and (9c) and which would require a Certificate of Need pursuant to N.C. Gen. Stat. § 131E-178.

The CON Statute at 131E-176(16)(I) defines "new institutional health service" to include the "purchase, lease or acquisition of any health service facility." A CON normally is required to obtain or develop any new institutional health service. However, the CON Statute also provides at N.C. Gen. Stat. § 131E-184(a)(8) that the acquisition of an existing health service facility, including all the equipment owned by the facility at the time of acquisition, is exempt from CON Section review and does not require the acquiring entity to first obtain a CON, upon the provision of prior written notice to the CON Section demonstrating that the acquiring entity meets the exemption set forth in N.C. Gen. Stat. § 131E-184(a)(8).

Martha Frisone March 4, 2019 Page 2

We are writing to provide to the CON Section the advance written notice required by N.C. Gen. Stat. § 131E-184(a)(8) of the acquisition by the Trust of the existing health service facility, The Arc of Hope Mills. We would appreciate receiving your written confirmation, at the earliest possible date, that the acquisition of the facility by the Trust is not subject to CON Section review and does not require a CON on the part of the trust.

Please let me know if you need additional information or have questions regarding this notification.

Very truly yours,

Kenneth L. Burgess

Partner

Enclosure

Cc: Dona Burrell

State of April Carolina Bervices Division of Health Service Regulation

Effective January 1, 2019, this license is issued to

The Arc of Hope Mills, LLC

to operate an Adult Care Home known as

The Arc of Hope Mills

located at 4124 Pecan Dr
Hope Mills, NC, Cumberland County.

This license is issued subject to the statutes of the State of North Carolina, is not transferable and shall expire

December 31, 2019.

License Number: HAL-026-058

*** This home serves only elderly persons. ***

Capacity: 29

Special Care Units: X Yes No Type: Alzheimer's/Dementia 29

Authorized, by:

Secretary, N.C. Department of Health and

Human Services



Director, Division of Health Service Reconlation



North Carolina Department of Health and Human Services
Division of Health Service Regulation
Adult Care Lacensure Section

80 Biggs Drive

2720 Måll Service Gerije Rålergh, North Carolina 27659-2720



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Carlot F. Carlot

Part B Operation Disclosure (REQUIRED)

LEGAL IDENTITY OF LICENSEE

Licensee Information

- The preprinted name is the data we currently hold for this licensed facility. Please fill in the full address and phone number(s) for licensee.

 The licensee is the name of the legal entity licensed to operate the business at that side as indicated in Part A.

- The licensee is responsible for compliance to State rules and laws governing adult care homes. The status of the legal entity will be verified with the NC Office of the Secretary of State.

A Change Application is required for ANY change.	ges to the prepriates Lacouses name.
License Name who Apportions Milky AVC	your control of
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Proprietorship (individual owner)	Partnership (Unincorporated)
Corporation (Inc.) Limited Liability Company (LLC)	☐ Limited Liability Partnership (LLP) ☐ Government Unit
	Registered in Other State.
NC Secretary of State ID # 1136531	(Attach a copy of the Certificate of Authority issued by NGSOS)
COMPLETE THE ROLLOWING INFORMATION:	
 If the licensee is not for profit, the name of each C If the licensee is a partnership or limited liability 	
 If the licensee is a limited Hability company (LLC)), the names of the managing members, attach a list of the
names and address of the members of the limited li • If the licensee is a corporation (Inc.), the name an	
 If the licensee is a governmental unit, the name an 	d title of the individual in charge of the governmental
agency or the individual designated in writing by th	e incovings in confige of the governmental agency.
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Email Address: John 2313@Wahoo.C	om
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APPLICABLE PULES

J. 131D-34. Penaltics: Temedies (d.1) The Department shall impose a civil penalty on any applicant for licensure synoprovides take information or omus information on the portion of the licensure application requesting information on owners, administrators, principals, or affiliates of the facility. The amount of the penalty shall be as is prescribed for a Type A 1 Violation.

License No: HAL-026-058 Pacifity ID: 920499

Part C Ownership Disclosure (REQUIRED)

OWNERS, PRINCIPLES, AFFILIATES, SHAREHOLDERS, MEMBERS

Complete the information below on all individuals who are owners, principles, affiliates, thereholders or members holding an interest of 5% or more of the licensee. Attach additional pages if necessary. If you are the only owner, complete the information below, listing the percentage interest as 100%.

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Part D. Census and Population Data (REOURED).

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Facility.ID: 920499

If you have questions about the items on this page, call Healthcare Planning at (919) 855-3865.

C. Beginning Census, Admissions, Discharges, and Deaths

Complete the chart below for the reporting period of August 1, 2017 through July 31, 2018.

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^{&#}x27;To calculate: Beginning Census + Admissions - Discharges - Deaths - Total

Note: Beginning Census is the number of residents in your facility on Aug. 1, 2017.

Admissions is the number of residents admitted from Aug. 1, 2017 through July 31, 2018.

Discharges and Deaths are all discharges and deaths from Aug. 1, 2017 through July 31, 2018.

D. Paid Bed Days

Complete the chart below for the reporting period of August 1, 2017 through July 31, 2018

1		
77.06	(1) Paid Bec Days reimbursed by Private Pay (out-of-pooles)	ELLO LES SERVI
	(3) Paid Bed Days reimbursed by Other (insurance or other means of payment)	
	(4) Total = ((1)+(2)+(3))	A WAY A

Note: Report paid bed days as cumulative totals.

Example: total number of days of private pay for Resident #1+

total number of days of private pay for Resident #2+

total number of days of private pay for Resident #3+...

Continue for each resident in the facility and then repeat for each of the three categories

The information on this page is collected pursuant to G.S. § 131E-177.

[&]quot;Total cannot be less than the minimum paid bed idays or greater than maximum paid bed" days.

iminimum paid bed days is equal to Beginning Census plus the Admissions (see Item A above),

License No: HAL-026-058 Facility ID: 920499

Centrally Discoultand A

- Please give the number (1,2/3 /etc.) of residents in facility (on July 31, 2015) with a physician a diagnosis of the following:
- Manua lineas (MI) which includes a psychiatric illness but does not include intellectual disability, developmental disability or Alzheimer's Disease/Related Demogras;
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License No: HAL-026-058 Facility ID: 920499

Part E Resident Utilization Data (REQUIRED)

If you have questions about the items on this page, call the DHSR Healthcare Planning Section at (919) 855-3865.

77	
1. 1	Total operational beds on July 31, 2018. 29
Ç	Note: "Operational beds" means all the licensed beds in the facility that were available for resident/patient use a July 31, 2018. Do not include licensed beds that were not available for use on July 31, 2018 for reasons uch as beds unavailable due to renovations, or staff shortages, or second beds located in a room used as a rivate room.
2. <i>i</i>	inswer this question if your adult care home beds are part of a Continuing Care Rettrement Community
("CCRC"). Some CCRCs have licensed adult care home beds that are not restricted to individuals contracte with the facility, meaning that they can and will admit individuals from the community who do not have a contract with the CCRC.
p	As of July 3.1, 2018, does your facility have unrestricted licensed adult care home beds (i.e. the CCRC accepts admissions of individuals who do not have a contract with the CCRC)?Yes _V_No
þ	If yes, how many adult care home beds are unrestricted?
C	If yes to question (a.), how many of the marestricted licensed adult care home beds in (b.) above were occupied on July 31, 2018 by individuals NOT contracted with your facility?

accordance v	vith Article 1	Chapter 131 D	1-2 of the Ger	neral Statutes o	f North Carolir	na and to the rules
adopted there	e under by the	North Carolin	na Medical C	are Commission	110A NCAC	13F) and certifies
accuracy of t	his informati	om /	- Hally or St			
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Authenticating Signature: The undersigned submits this application for licensure for the year 2018 in

License No: HAL-026-058 Facility.ID: 920499

ADDENDUM

Dear Provider

The Division of Healing 2-year Regulation plans to make additional change to the Elected Report I Applications (ERA), it is Addition to the County of the Co

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Counties of Origin for Adult Care Home Residents

For questions regarding this section, please call Healthcare Planning at (919) 855-3865 in Column B, give the number of adult care home residents, from that county; who were living in the facility on August 1, 2017. In Column C, give the total number of additional adult care home residents, from that county, who were admitted between August 1, 2017, and July 31, 2018. Report patients who were not NC residents on lines 101 through 105.

License No: HAL-026-058 Pacifity ID: 920499

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State of North Carolina congregation of Health and Human Serve

Department of Health and Human Services Division of Health Service Regulation

Effective January 1, 2017, this document certifies that

CINDY JACOBS

is certified by the State of North Carolina as an

Assisted Living Administrator

This certification is issued subject to the statutes of the State of North Carolina, is not transferable and shall expire

midnight December 31, 2018
G0000583



Authorized by:

Secretary, N.C. Dept. of Health and Human Services

Assistant Secretary for Audit and Health Service Regulation

(5 ,



AMENDED LIMITED LIABILITY COMPANY ANNUAL REPORT

NAME OF LIMITED LIABILITY COMPANY:	The Arc of Hope M	Iills LLC	
SECRETARY OF STATE ID NUMBER: 1130	531 STATI	E OF FORMATION: NC	Filling O'llice Use Only
REPORT FOR THE CALENDAR YEAR: 20	18		
SECTION A: REGISTERED AGENT'S INFORI	MATION		Changes
1. NAME OF REGISTERED AGENT: DO	ona H. Burrell		
2. SIGNATURE OF THE NEW REGISTER	-		
	Sic	SNATURE CONSTITUTES CONSENT TO THE APP	OINTMENT
3. REGISTERED OFFICE STREET ADDR	ESS & COUNTY	4. REGISTERED OFFICE MAILING A	DDRESS
5248 Woodscape Drive		5248 Woodscape Drive	
Wilmington, NC 28409-2114 New	Hanover	Wilmington, NC 28409-2114	1990
SECTION B: PRINCIPAL OFFICE INFORMATI	ON		
1. DESCRIPTION OF NATURE OF BUSIN	 IESS: ASSISTED LI	VING FACILITY	
2. PRINCIPAL OFFICE PHONE NUMBER	(910) 233-5531	3. PRINCIPAL OFFICE EMAIL: dona	2323@yahoo.com
4. PRINCIPAL OFFICE STREET ADDRESS		5. PRINCIPAL OFFICE MAILING ADD	
4124 Pecan Dr		5248 Woodscape Drive	
Hope Mills, NC 28348-2423 Cumbe	erland	Wilmington, NC 28409-2114	Water and the same
6. Select one of the following if applic	able (Ontional see i		A MILANDA CONTRACTOR OF THE STATE OF THE STA
The company is a veteran-ov		iau ucuona)	
The company is a service-dis	sabled veteran-owned	small dusiness	
SECTION C: COMPANY OFFICIALS (Enter add	litional company officials	in Section E.)	
NAME: Dona H Burrell	NAME:	NAME:	
TITLE: Manager	TITLE:	TITLE:	
ADDRESS:	ADDRESS:	ADDRESS:	
5248 Woodscape Drive			
Wilmington, NC 28409 New Hanover			
SECTION D: CERTIFICATION OF ANNUAL F	REPORT. Section D mus	it be completed in its entirety by a person	ousiness entity.
SIGNATURE		DATE	
Form must be signed by a Company Official listed under	section C of This form.		
Print or Type Name of Comp	any Official	Print or Type Title of Come	any Official

SUBMIT THIS ANNUAL REPORT WITH THE REQUIRED FILING FEE OF \$10.00 MAIL TO: Secretary of State, Bueiness Registration Division, Post Office Box 29525, Raleigh, NC 27626-0525

Limited Liability Company

Legal Name
The Arc of Hope Mills LLC

Information

SosId: 1130531

Status: Current-Active

Annual Report Status: Current

Citizenship: Domestic Date Formed: 1/6/2010

Registered Agent: Burrell, Dona H.

Addresses

Principal Office 4124 Pecan Dr

Hope Mills, NC 28348-2423

Reg Office

5248 Woodscape Drive

Wilmington, NC 28409-2114

Reg Mailing

5248 Woodscape Drive

Wilmington, NC 28409-2114

Mailing

5248 Woodscape Drive

Wilmington, NC 28409-2114

Company Officials

All LLCs are managed by their managers pursuant to N.C.G.S. 57D-3-20.

Manager

Dona H Burrell

5248 Woodscape Drive

• File an Annual Report/Amend an Annual Report • Upload a PDF Filing • Order a Document Online • Add Entity to My Email Notification List • View Filings • Print an Amended a Annual Report form • Print a Pre-Populated Annual Report form

Limited Liability Company

Legal Name
The Arc of Hope Mills LLC

Information

SosId: 1130531

Status: Current-Active

Annual Report Status: Current

Citizenship: Domestic

Date Formed: 1/6/2010

Registered Agent: Burrell, Dona H.

Addresses

Principal Office

Mailing

Reg Office

4124 Pecan Dr

5248 Woodscape Drive

5248 Woodscape Drive

Hope Mills, NC 28348-2423

Wilmington, NC 28409-2114

Wilmington, NC 28409-2114

Reg Mailing 5248 Woodscape Drive Wilmington, NC 28409-2114

Company Officials

All LLCs are managed by their managers pursuant to N.C.G.S. 57D-3-20.

Manager
Dona H Burrell

5248 Woodscape Drive

Wilmington NC 28409

RENEWAL LICENSURE COMPLIANCE HISTORY CHECK

Division of Facility Services
Adult Care Licensure Section (ACLS)



Fa	tory Check ///8//8 cility Name The Inc. of Imperial License # 446-036-058 FID # 920499 County Comperland	M1/5
nstructions: ctions listed	Complete the second page worksheet using to below, record on this page the one(s) that will	the sources described. Then for any findings of negative prevent issuing a renewal license. Then make a
commenda	ation regarding eligibility for renewal licensure	of a facility for the licensee.
Reference G.S. 131D-2.4	Type B or Type A Penalty Deny until 1 year after assessed OR until confirmed returned to substantial	No Yes Appeal Date Monetary Imposition Date
(C) (2)	compliance which ever comes first	Penalty Due Date Confirmed Compliance Date Penalty Paid Date
10A NCAC 13F .0203	Suspension of Admission (SOA) Deny until 6 months after SOA lifted	No Yes Appeal Date Initiation Date Lift Date
G.S. 131D-2.4 (C) (3) or (4)	Provisional Licensure Deny until 6 months from date license fully restored	No Yes Appeal Date Restoration Date Termination Date
G.S. 131D-2.4 (C) (3) or (4)	Summarily Suspended Licensure Deny until 5 years from date suspension lifted or terminated.	No Yes Appeal Date Restoration Date Termination Date
G.S. 131D-2.4 (C) (3) or (4)	Revocation Deny until 5 year after the date revocation became effective.	No Yes Appeal Date Effective Date Lift Date
If yes to an Administr	y of the above, provider tracking database, a rative Officer / Program Development Coord Date	adverse action or on secretary of state record, forwa
Recommen Comments:	dation: The owners are eligible for licensure	No Yes Initials of Reviewer: 55
Journents:		

RENEWAL LICENSURE OMPLIANCE HISTORY CHECK --- Division of Health Service Regulation dult Care Licensure Section (ACLS)

Worksheet

heck	LTI	for	ACLS	com	pliance
------	-----	-----	------	-----	---------

Check each owner listed on application

Go To: Reports

General Reports

Owners, Report Yes, SSN/Name

Check each facility listed on application

GoTo:

Facility by name or county,

Facility 1, R Action

Recommended Action 1

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Cross check web for compliance in Mental Health Licensure Section

Child Care Licensure Section

http://providertracking.dhhs.state.nc.us * If any negative results print and attach.

Cross check web for compliance in NC Department Of The Secretary of State

http://www.secretary.state.nc.us/corporations/CSearch.aspx

* If any negative results print and attach

Reviewed Date

Initials 55

Reviewed Date Initials 55

Attached yes

Attached

Out of State Facilities: Route to Administrative Officer

Owner (s)	Facility	County	Adverse Action	Effective Date	Meets Compliance
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