



North Carolina Department of Health and Human Services
Division of Health Service Regulation

Pat McCrory
Governor

Aldona Z. Wos, M.D.
Ambassador (Ret.)
Secretary DHHS

Drexdal Pratt
Division Director

March 27, 2015

Elizabeth Whitkin
Ropes & Gray LLP
Prudential Tower, 800 Boylston Street
Boston, MA 02199-3600

Exempt from Review – Acquisition of Facility


Facility: Pacifica Senior Living Wilmington
Type of Facility: Adult Care Home
Acquisition by: SNH Wilmington LLC
County: New Hanover
FID #: 970703

Dear Ms. Whitkin:

The Healthcare Planning and Certificate of Need Section, Division of Health Service Regulation (Agency) determined that based on your email of March 23, 2015, the above referenced proposal is exempt from certificate of need review in accordance with G.S. 131E-184(a)(8). Therefore, SNH Wilmington LLC may proceed to acquire the above referenced health service facility without first obtaining a certificate of need. However, you need to contact the Agency's Adult Care Licensure Section to obtain instructions for changing ownership of the existing facility. Note that pursuant to G.S. 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."*

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 separate determination. If you have any questions concerning this matter, please feel free to contact this office.

Sincerely,


Kim Randolph
Project Analyst


Martha J. Frisone,
Assistant Chief, Certificate of Need

cc: Adult Care Licensure Section, DHSR
Assistant Chief, Healthcare Planning



Healthcare Planning and Certificate of Need Section

www.ncdhhs.gov

Telephone: 919-855-3873 • Fax: 919-733-8139

Location: Edgerton Building • 809 Ruggles Drive • Raleigh, NC 27603

Mailing Address: 2704 Mail Service Center • Raleigh, NC 27699-2704

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Randolph, Kimberly M

From: Whitkin, Elizabeth M. <Elizabeth.Whitkin@ropesgray.com>
Sent: Tuesday, March 24, 2015 10:49 AM
To: Randolph, Kimberly M
Subject: RE: Change of Real Property Owner - NC Certificate of Need

Kim,

The proposed new real property owner is SNH Wilmington LLC.

Thank you,
Elizabeth

Elizabeth M. Whitkin
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From: Randolph, Kimberly M [mailto:Kimberly.Randolph@dhhs.nc.gov]
Sent: Tuesday, March 24, 2015 10:45 AM
To: Whitkin, Elizabeth M.
Subject: RE: Change of Real Property Owner - NC Certificate of Need

Hi Elizabeth,

Thanks for the information. The only piece of information I still need is the name of the company planning to acquire the real property from CLP Wilmington NC Senior Living, LLC. Thanks.

Kim Randolph, JD
N.C. Department of Health and Human Services
Project Analyst, Healthcare Planning and Certificate of Need Section - Division of Health Service Regulation
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From: Whitkin, Elizabeth M. [mailto:Elizabeth.Whitkin@ropesgray.com]
Sent: Monday, March 23, 2015 3:04 PM

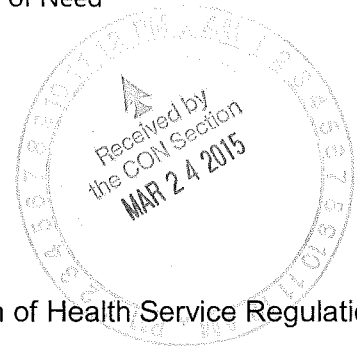
Evans, Stephanie

From: Randolph, Kimberly M
Sent: Tuesday, March 24, 2015 10:27 AM
To: Evans, Stephanie
Subject: FW: Change of Real Property Owner - NC Certificate of Need

Hi Stephanie,

Forwarding this to you for logging.....Thanks.

Kim Randolph, JD
N.C. Department of Health and Human Services
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From: Whitkin, Elizabeth M. [mailto:Elizabeth.Whitkin@ropesgray.com]
Sent: Monday, March 23, 2015 3:04 PM
To: Randolph, Kimberly M
Subject: Change of Real Property Owner - NC Certificate of Need

Kim,

Thanks for your time this afternoon, and for helping us get this question sorted out. As we discussed, I am representing a client who is planning to buy the *real property only* (land and building) of an adult care home in North Carolina. The tenant/current operator will still in place, and my client will enter into a lease assignment to become the new landlord. The transaction is expected to close on May 1, 2015. I am trying to clarify whether your office requires any notice or filing in connection with this change of real property owner.

The facility name is Pacifica Senior Living Wilmington, located at 2744 South 17th Street in Wilmington, NC. The county is New Hanover. The current real property owner is CLP Wilmington NC Senior Living, LLC and the operator is Pacifica Wilmington, LLC. In case it's helpful, the license number is HAL-065-032. To the best of my knowledge, the property does not have a Certificate of Need but it is unclear to me whether a new real property owner is required to obtain a new exemption or whether the current exemption remains with the tenant/operator.

I appreciate any guidance you may be able to provide, and would be happy to provide any additional information if it would be helpful.

Kind regards,
Elizabeth Whitkin

Elizabeth M. Whitkin
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