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MAY 11 2016

STATE HEALTH PLANNING
AND DEVELOPMENT AGENCY

Prattville Retirement Investors, LLC
Prattville Senior Services, LLC
2232 Candies Lane, NW
Cleveland, Tennessee 37312
(423) 478-8071 - office
(423) 478-8072 - fax

May 10, 2016

Alva M. Lambert
Executive Director
State Health Planning and Development Agency
100 North Union Street, Suite 870
Montgomery, AL 36104

Re: ***Change of Ownership – Hickory Partners, LLC/Maple Tree Partners, LLC
DBA Hickory Hill – Assisted Living Facility (Specialty Care) – License # P0101***

Dear Mr. Lambert:

Please find enclosed with this correspondence the State Health Planning & Development Agency forms relating to the “Change of Ownership” of Hickory Partners, LLC/Maple Tree Partners, LLC DBA Hickory Hill SCALF (License # P0101) located in Prattville, Alabama. Additionally, we have included the required fee of \$2,500.00. The proposed acquisition transition date is July 1, 2016 pending approvals from SHPDA and the ADPH.

We stand ready to answer any questions you may have or clarify any details needing elaboration relating to the transfer of ownership and operation of Hickory Hill.

Please feel free to contact me at (423) 605-0850 if any additional information is required. Thank you for your attention to this matter.

Most Sincerely,



Bryan A. Cook
Member

Enclosures

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CHANGE OF OWNERSHIP

MAY 11 2016

STATE HEALTH PLANNING AND DEVELOPMENT AGENCY

Part I: Purchasing Organization Information

Name of Organization: Prattville Retirement Investors, LLC

Facility Name: (ADPH Licensure name) Hickory Hill

SHPDA ID Number: P0101

Address (PO Box #): 2102 Summit Parkway

City, State, Zip, County: Prattville AL 36066

Number/Type Licensed Beds: 32 ALF (Specialty Care)

Owner(s): Barry Ray & Bryan Cook

Operator(s): Pratville Senior Services, LLC

Part II: Selling Organization Information

Name of Organization: Hickory Partners, LLC / Maple Tree Partners, LLC

Address (PO Box #): Two Buckhead Plaza

City, State, Zip, County: 3050 Peachtree RD NW, suite 355, Atlanta GA 30305

Number/Type Licensed Beds: 32 ALF (Specialty Care)

Owner(s): Chris Brogdon

Operator(s): Hickory Partners, LLC

Part III: Value of Consideration

Monetary Value of Purchase: \$3,300,000 No./Type Beds: 32ALF (Specialty Care)

Terms of Purchase: Effective July 1, 2016 (add more pages as necessary to describe the sale)

Part IV: List of Certificate of Need Authority

Number of Beds:

Types of Institutional Health Services:

List Service Area by County for Home Health Agencies:

On an Attached Sheet Please Address the Following:

- *1.) The financial scope of the project to include the preliminary estimate of costs broken down by equipment, construction, and yearly operating costs.
- *2.) The services to be offered by the proposal (the applicant will state whether he has previously offered the service and whether the service is an extension of a presently offered service, or whether the service is a new service).
- *3.) Whether the proposal will include the addition of any new beds.
- *4.) Whether the proposal will involve the conversion of beds.
- *5.) Whether the assets and stock (if any) will be acquired.

Part V: Certification of Information

I certify that I agree to provide the information necessary (financial, utilization of services and beds, etc.) so the new owner can have the necessary information to complete reports as necessary for the entire fiscal year. The purchaser has agreed to these terms,

Seller(s) Signature(s):

Owner(s):

Operator(s): Hickory Partners, LLC Maple Tree Partners, LLC

Title/Date: MANAGER 5/9/2014

I certify that I will be responsible for retaining records as necessary to complete reports required for the entire fiscal year, and agree to these terms. I have enclosed a check in the amount of \$2,500 made payable to 'Alabama State Health Planning and Development Agency' to cover the cost of the change of ownership.

YES NO

The above Purchaser and Seller have agreed to these purchase terms.

Purchaser Signature:

Title/Date:

Benny Kan

Member 5/5/16

Change of Ownership
Hickory Hill Assisted Living
Prattville, AL
32 SCALF Beds
Additional Information

*1) The financial scope of the project to include the preliminary estimate of costs broken down by equipment, construction and yearly operating costs:

\$ 968,000.00

*2) The services to be offered by the proposal (the applicant will state whether he has previously offered the service and whether the service is an extension of a presently offered service, or whether the service is a new service).

The services offered at the facility will be a continuation of the currently offered services at the Hickory Hill facility.

*3) Whether the proposal will include the addition of any new beds.

No new beds are proposed.

*4.) Whether the proposal will involve the conversion of any beds.

The proposal does not include the conversion of any new beds.

*5) Whether the assets and stock (if any) will be acquired.

There is a signed Asset Purchase Agreement between Prattville Retirement Investors, LLC (purchaser) and Maple Tree Partners, LLC (seller) dated May 4, 2016.

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Certificate # 15360

Alabama

STATE BOARD OF HEALTH

*This is to certify that a license is hereby granted by the State Board of Health to
HICKORY PARTNERS, LLC
to operate*

HICKORY HILL

as an

ASSISTED LIVING FACILITY (SPECIALTY CARE)

This license is valid for the following location

2102 SUMMIT PARKWAY • PRATTVILLE, AL 36066



Licensed Beds: 32

P0101

Facility Identification

2016

James M. Miller

Acting State Health Officer

This License shall expire December 31, 2016.