

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: 097-154903
(This can be found at www.shpda.alabama.gov, Health Care Data. ID Codes)

Name of Facility/Provider: Atrisa Regency Specialty Care
(ADPH Licensure Name)

Physical Address: 4720 Morrison Drive
Mobile, AL 36609

County of Location: MOBILE

Number of Beds/ESRD Stations: 20

CON Authorized Service Area (Home Health and Hospice Providers Only). Attach additional pages if necessary. _____

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: WG Regency SH, LLC

Mailing Address: 4720 Morrison Drive
Mobile, AL 36609

Operator (Entity Name): WG Regency SH, LLC

Part III: Acquiring Entity Information

Name of Entity: Regency Owner, LLC

Mailing Address: 215 Centerview Drive, Suite 360
Brentwood, TN 37027

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Part I: Facility Information

SHPDA ID Number: 097-A4946
(This can be found at www.shpda.alabama.gov, Health Care Data, ID Codes)

Name of Facility/Provider: WG Regency SH, LLC
(ADPH Licensure Name)

Physical Address: 4720 Morrison Drive
Mobile, AL 36609

County of Location: MOBILE

Number of Beds/ESRD Stations: 20

CON Authorized Service Area (Home Health and Hospice Providers Only). Attach additional pages if necessary. _____

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: WG Regency SH, LLC

Mailing Address: 4720 Morrison Drive
Mobile, AL 36609
WG Regency SH, LLC

Operator (Entity Name): _____

Part III: Acquiring Entity Information

Name of Entity: Regency Owner, LLC

Mailing Address: 215 Centerview Drive, Suite 360
Brentwood, TN 37027

Operator (Entity Name): Regency Owner, LLC

Proposed Date of Transaction is on or after: 12/15/2021

Part IV: Terms of Purchase

Monetary Value of Purchase: \$ 1,738,187.45

Type of Beds: SCALF

Number of Beds/ESRD Stations: 20

Financial Scope: to Include Preliminary Estimate of the Cost Broken Down by Equipment, Construction, and Yearly Operating Cost:

Projected Equipment Cost: \$ _____

Projected Construction Cost: \$ _____

Projected Yearly Operating Cost: \$ 591,367.39

Projected Total Cost: \$ 591,367.39

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): WG Regency SH, LLC

Operator(s): WG Regency SH, LLC

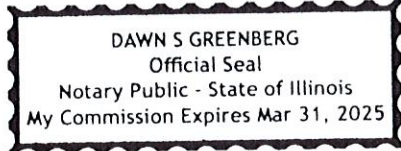
Title/Date: 11/15/21


 Christian N. Cummings, President


 Christian N. Cummings, President

SWORN to and subscribed before me, this 15th day of November, 2021.

(Seal)



[Signature]
Notary Public

My Commission Expires: 03/31/2025

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): Blanding Bratty _____

Operator(s): Blanding Bratty _____

Title/Date: Authorized Manager, 11/12/21 _____

SWORN to and subscribed before me, this 11th day of November, 2021.

(Seal)



[Signature]
Notary Public

My Commission Expires: 10/29/23

Author: Alva M. Lambert
Statutory Authority: § 22-21-271(c), Code of Alabama, 1975
History: New Rule



Blanding J. Beatty
Direct Dial 615-538-3089
bbeatty@myvitalityliving.com

Attachment to Application for Notice of Change of Ownership/Control
SHPDA Facility ID 097-A4946
Regency Owner, LLC

On attached sheet please address the following:

1. The services to be offered by the proposal are an extension of the services currently offered by WG Regency SH, LLC.
2. There is not a request for addition of any new beds.
3. There is not a request for the conversion of any beds.
4. The assets of current license holder, WG Regency SH, LLC is being purchased, including the real property. A copy of a proposed bill of sale is attached.

BILL OF SALE

THIS BILL OF SALE (this “Bill of Sale”) is made and given as of _____, 2021, by **WG REGENCY SH, LLC**, a Delaware limited liability company (the “Seller”), to and for the benefit of **REGENCY OWNER, LLC**, a Delaware limited liability company (the “Purchaser”).

WITNESSETH:

WHEREAS, Seller and Purchaser are parties to that certain Purchase and Sale Agreement, dated as of November 11, 2021 as amended from time to time (as so amended, the “Purchase Agreement”), pursuant to which Seller agreed to sell, and Purchaser agreed to purchase, certain real property interests and other property and assets, including, without limitation, the assisted living and specialty care facilities located at 4720 Morrison Drive, Mobile, AL 36609 all as set forth in the Purchase Agreement;

WHEREAS, Seller is entering into this Bill of Sale in connection with the closing of the transactions contemplated by the Purchase Agreement;

NOW, THEREFORE, in accordance with the terms and provisions of the Purchase Agreement and for other good and valuable consideration, the receipt and sufficiency of which are hereby mutually acknowledged, Seller hereby agrees as follows:

1. Capitalized Terms. Capitalized terms used and not otherwise defined herein shall have the meanings given such terms in the Purchase Agreement.
2. Sale of Personal Property. Seller hereby sells, bargains, conveys, assigns, delivers, grants and transfers unto Purchaser all of Seller’s right, title and interest in and to the Personal Property, to have and to hold the Personal Property forever.
3. Purchase Agreement Terms. This Bill of Sale is subject to the terms and conditions of the Purchase Agreement, including but not limited to, the provisions of Section 11.2 through Section 11.5 and Section 11.7 through Section 11.17 which are incorporated herein by this reference. In the event of any conflict or ambiguity between the terms of this Bill of Sale and the Purchase Agreement, the terms of the Purchase Agreement shall take precedence. The Seller and the Purchaser are parties to the Purchase Agreement, have reviewed the Purchase Agreement, and are aware of and understand all the provisions thereof.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, Seller has executed this Bill of Sale as of the day and year first hereinabove written.

SELLER:

WG REGENCY SH, LLC,
A Delaware limited liability company

By: _____

Name:
Title: Manager

PURCHASER:

REGENCY OWNER, LLC
A Delaware limited liability company

By: _____

Name:
Title: Manager