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No symbol = licensed in PA only

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May 24, 2024

Frank A. Franklin, Ph.D., J.D., M.P.H.
Interim Health Commissioner
City of Philadelphia
Department of Public Health
1101 Market Street (13th floor)
Philadelphia, PA 19107
Email: frank.franklin@phila.gov

Elizabeth McCollum-Nazario
Interim Chief Clerk of the Council
City of Philadelphia
City Hall Room 402
1400 JFK Boulevard
Philadelphia, PA 19107
Email: elizabeth.mccollum@phila.gov

RE: NOTICE OF INTENT TO ACQUIRE PHILADELPHIA LONG-TERM CARE FACILITY
Presbyterian Center for Continuing Care
1800 Lombard Street (5th floor), Philadelphia, PA 19146
PHILA. CODE § 6-409(2)

Dear Commissioner Franklin and Clerk of the Council McCollum:

This Notice is being sent on behalf of Presbyterian Medical Center of the University of Pennsylvania Health System d/b/a Penn Presbyterian Medical Center (Present Owner) and Rittenhouse Operator, LLC d/b/a Rittenhouse Post Acute (Legal Entity Seeking to Obtain the License to Operate); and constitutes their joint notice pursuant to City of Philadelphia Ordinance § 6-409, as revised June 9, 2021 (the "Ordinance"), of their intent to transfer the license to operate the currently licensed 19-bed skilled nursing facility, projected to be effective as of August 1, 2024, or as otherwise consistent with regulatory approvals, which will be operated under a lease with The Trustees of the University of Pennsylvania, the corporate parent of the Present Owner, at its current location.

The following additional information is being provided in accordance with the Ordinance:

- I. NAME AND ADDRESS OF THE FACILITY:
Presbyterian Center for Continuing Care
1800 Lombard Street (5th floor), Philadelphia, PA 19146
- II. NAME, ADDRESS AND DESCRIPTION OF THE CORPORATE ORGANIZATIONAL STRUCTURE OF THE LEGAL ENTITY SEEKING TO OBTAIN THE LICENSE OF THE FACILITY:

Rittenhouse Operator, LLC, a Pennsylvania limited liability company, with a current registered office at M. Burr Keim Co., 2021 Arch Street, Philadelphia, PA 19103. It has three members (owners): (1) Quinto Nexgen, LLC, a New Jersey limited liability company, holding a 78.6% membership interest; (2) Skilled Venture, LLC, a New Jersey limited liability company with a 1.4% membership interest and (3) UKR Nexgen, LLC, a New Jersey limited liability company with a 20% membership interest. A copy of Rittenhouse's organizational chart is attached hereto as Exhibit "A."

Quinto Nexgen LLC is a New Jersey Limited Liability Company with a business address 1608 Route 88, Suite 200, Brick, NJ. This LLC is composed of two members: Tryko Nexgen Holdings LLC and RSBRMK Holdings LLC.

UKR Nexgen LLC is a New Jersey limited liability company. Its principal place of business is 75 Shady Lane drive, Lakewood, NJ 08701. It is comprised of two members: UAK 2020 Irrevocable Trust (99.999%) and an individual with 0.001%.

UAK 2020 Irrevocable Trust holds a 19.9998% indirect interest in Rittenhouse Operator, LLC, as a member of UKR Nexgen LLC, with a mailing address is 1608 Route 88, Suite 200, Brick, NJ 08724 (Yitzchok Rokowsky and Aviva Kahanow, Trustees).

RSBRMK Holdings LLC holds a 21.80364% indirect interest in Rittenhouse Operator, LLC, as a member of Quinto Nexgen LLC. RSBRML Holdings LLC is a New Jersey limited liability company. whose mailing address is 44 Lisa Court, Lakewood, NJ 08701. It is comprised of two members NFR 2020 Irrevocable Trust (99.999%) and an individual with 0.001%.

NFR 2020 Irrevocable Trust holds a 21.8034% indirect interest in Rittenhouse Operator, LLC, as a member of RSBRMK Holdings LLC. The mailing address for the Trustees (Yitzchock Rokowsky and Mindee Posen) is 1608 Route 88, Suite 200, Brick, NJ 08724.

Tryko Nexgen Holdings LLC holds a 56.79636 % indirect interest in Rittenhouse Operator, LLC, as a member of Quinto Nexgen LLC. This LLC is a New Jersey limited liability company, with a mailing address of 1608 Route 88, Suite 200, Brick, NJ 08724. This LLC is composed of three members: YR Nexgen Trust, SK Nexgen Trust and YK Nexgen Trust.

YK Nexgen Trust holds a 14.1985% indirect interest in Rittenhouse Operator, LLC, as a member of Tryko Nexgen Holdings LLC. The mailing address for the Trustees (Yitzchock Rokowsky and Tzvi Levovitz) is PO Box 1030, Brick, NJ 08723.

SK Nexgen Trust holds a 14.1985% indirect interest in Rittenhouse Operator, LLC, as a member of Tryko Nexgen Holdings LLC. The mailing address for the Trustees (Yitzchock Rokowsky and Tzvi Levovitz) is P.O. Box 1030, Brick N.J. 08723.

YR Nexgen Trust holds a 28.3993% indirect interest in Rittenhouse Operator, LLC, as member of Tryko Nexgen Holdings LLC. The mailing address for the Trustees (Osher Flagler and Tzvi Levovitz) is P.O. Box 1030, Brick, NJ 08723.

III. NAMES OF ALL PERSONS AND ENTITIES WITH AN OWNERSHIP INTERST IN THE ENTITY SEEKING TO OBTAIN THE LICENSE WITH RESPECT TO THE FACILITY; THE PERCENTAGE OF EACH SUCH OWNERSHIP INTEREST; THE NAMES AND ADDRESSES OF ANY MEMBERS OF THE BOARD OR EX-OFFICIO CORPORATE OFFICERS; AND ANY NON-PROFIT ORGANIZATIONS WITH SUCH OWNERSHIP INTERESTS.

See the description of ownership interests above in Section II and the attached Exhibit A.

IV. NAMES AND ADDRESSES OF LONG-TERM CARE FACILITIES AND HOSPITALS CURRENTLY OR PREVIOUSLY OWNED OR MANAGED BY THE ENTITY SEEKING TO OBTAIN THE LICENSE WITH RESPECT TO THE FACILITY, OR BY ANY OF THE PERSONS OR ENTITIES HOLDING A DIRECT OR INDIRECT CONTROLLING INTEREST IN THE ENTITY SEEKING TO OBTAIN THE LICENSE, AND THE NAME OF THE JURISDICTION IN WHICH THOSE FACILITIES OR HOSPITALS ARE OPERATED OR LICENSED.

See the attached EXHIBIT B.

If you have any questions concerning this Notice, please contact me by phone (717-233-4101) or email (BruceB@CapozziAdler.com).

Very truly yours,

s/ Bruce G. Baron
Bruce G. Baron, Esquire

Attachments.