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No symbol = licensed in PA only

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November 13, 2024

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

Elizabeth McCollum-Nazario
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
Accelerate Skilled Nursing and Rehabilitation Philadelphia
1526 Lombard Street, 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 1526 Lombard Street SNF Operations II LLC d/b/a Accelerate Skilled Nursing and Rehabilitation Philadelphia (Present Owner) and Graduate Operator, LLC d/b/a Graduate 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 150-bed nursing facility, projected to be effective as of January 1, 2025, or as otherwise consistent with regulatory approvals, which will be operated under a lease with 1526 Lombard Street PA Owner LLC, at its current location.

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

Main Office
2933 North Front Street
Harrisburg, PA 17110
Ph: (717) 233-4101
Fax: (717) 233-4103

Real Estate & Title Co. Office
355 N. 21st Street, Suite 205
Camp Hill, PA 17011
Ph: (717) 234-3289
Fax: (717) 234-1670

Philadelphia Office
312 Old Lancaster Road
Merion Station, PA 19066
Ph: (610) 890-0200
Fax: (717) 233-4103

Florida Office & Straight Line Title Services LLC
323 Sunny Isles Blvd, Suite 504
Sunny Isles Beach, FL 33160
Ph: (717) 234-3289

I. NAME AND ADDRESS OF THE FACILITY:

Accelerate Skilled Nursing and Rehabilitation Philadelphia
1526 Lombard Street, 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:

Graduate 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 Graduate'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 Graduate 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 Graduate Operator, LLC, as a member of Quinto Nexgen LLC. RSBRMK 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 Graduate Operator, LLC, as a member of RSBRMK Holdings LLC. The mailing address for the Trustees (Yitzchok Rokowsky and Mindee Posen) is 1608 Route 88, Suite 200, Brick, NJ 08724.

Tryko Nexgen Holdings LLC holds a 56.79636 % indirect interest in Graduate 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 Graduate Operator, LLC, as a member of Tryko Nexgen Holdings LLC. The mailing address for the Trustees (Yitzchok Rokowsky and Tzvi Levovitz) is PO Box 1030, Brick, NJ 08723.

SK Nexgen Trust holds a 14.1985% indirect interest in Graduate 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 Graduate 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 INTEREST 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.