

Edgar Filing: OMEGA HEALTHCARE INVESTORS INC - Form 5

7. Individual or Joint/Group Filing
(Check applicable line)

- Form filed by one Reporting Person
 Form filed by more than one Reporting Person

Table I -- Non-Derivative Securities Acquired, Disposed of,
or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (mm/dd/yy)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	
			Amount	(A) or (D) Price

Common Stock	12/01/01	A	712	A * \$3.51
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Common Stock

Preferred Stock

Preferred Stock

* Grant of Stock for payment of director fees.

** Owned by a family limited liability company of which Mr. Franke is a member.

If the form is filed by more than one Reporting Person, see Instruction 4 (b) (v).

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/s/ THOMAS F. FRANKE

February 6, 2002

**Signature of Reporting Person

Date

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations.

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this form, one of which must be manually signed.
If space provided is insufficient, see Instruction 6 for procedure.

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