

LATSHA DAVIS & MARSHALL



ATTORNEYS AT LAW

December 10, 2025

Via Federal Express-Overnight Delivery

✓ Palak Raval-Nelson, Ph.D., M.P.H.
Health Commissioner
City of Philadelphia
Department of Public Health
1101 Market Street, 13th Floor
Philadelphia, PA 19107

#8869 2753 9804

Via Federal Express-Overnight Delivery

Elizabeth McCollum Nazario
Philadelphia City Council
City Hall, Room 402
1400 John F. Kennedy Boulevard
Philadelphia, PA 19107

#8869 2807 2770

RE: NOTICE OF PLANNED TRANSFER OF EQUITY OWNERSHIP

CL Operating, LLC, d/b/a Cliveden Nursing and Rehabilitation Center
License No: 330402
Our File No.: 242-25

Dear Commissioner Raval-Nelson and Ms. Nazario:

I am writing to notify the City of Philadelphia (the "City") of a planned transfer of equity ownership for the nursing facility known as "Cliveden Nursing and Rehabilitation Center," located at 6400 Greene Street, Philadelphia, PA 19119 (the "Facility"). This letter constitutes notice of the proposed transaction pursuant to City of Philadelphia ordinance § 6-409, as revised on June 9, 2021 (the "Ordinance").

The following information regarding the planned transaction is being provided in accordance with the Ordinance:

I. Name and Address of the Nursing Facility:

CL Operating, LLC, d/b/a Cliveden Nursing and Rehabilitation Center
6400 Greene Street
Philadelphia, PA 19119

I. Name, address, and description of the corporate organizational structure of the legal entity seeking to obtain an ownership interest and/or license with respect to the nursing facility.

The Facility was recently acquired by CL Operating, LLC in June 2025. The upcoming transaction is a transfer of equity ownership within the existing membership which will not result in a change in the licensee entity or tax identification number for the licensed provider. This transfer of membership interest does not constitute a change of ownership for Medicare or Medicaid certification purposes. However, pursuant to its regulations, the Pennsylvania Department of Health (“DOH”) is requiring submission of a change of ownership application to effectuate the transfer of equity ownership.

While 60% of the total interests in the facility is being transferred, 40% of those are going to an existing owner, while only 20% are moving to a “new” owner. The licensee entity will stay the same.

See the Pre and Post-Closing Organizational Chart, along with the description of the organizational structure, attached to this notice as Attachment 1.

The address for CP Operating, LLC:

1600 Black Rock Road
Royersford, PA 19468

II. Name of all persons or entities with an ownership interest in the entity seeking to obtain an ownership interest and/or license with respect to the nursing facility; the percentage of each such ownership interest; the names and addresses of any members of the boards or ex-officio corporate officers; and any non-profit organizations with such an ownership interest. Excluded from this requirement are those persons or entities whose ownership interest consist of shares in a publicly traded corporation.

The sole member of CP Operating, LLC:

PA 8 Master Tenant, LLC.
1600 Black Rock Road
Royersford, PA 19468

The sole member of PA 8 Master Tenant, LLC:

PA OPS Holdings, LLC
1600 Black Rock Road
Royersford, PA 19468

Following the consummation of the transaction, the individuals holding a membership interest in PA OPS Holdings, LLC, and an indirect ownership interest in CP Operating, LLC, will be as follows:

Schneur Zalman Schapiro (20%)
401 Merion Rd
Merion Station, PA 19066

Joel Mayer Epstein (80%)
13240 SW 32nd Court
Davie, FL 33330

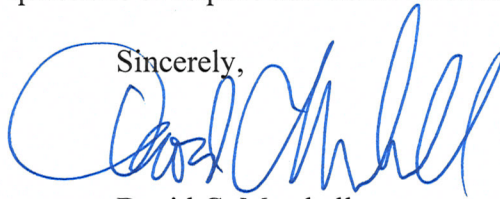
See the Post-Closing Organizational Chart and Description of Ownership Structure attached to this notice as Attachment 1.

III. Names and addresses of long-term care facilities and hospitals currently or previously owned or managed by the entity seeking to obtain an ownership interest and/or license with respect to nursing care facility, or by any of the persons or entities holding a direct or indirect controlling interest in the entity seeking to obtain such an interest or license, and the name of the jurisdictions in which those facilities or hospitals are operated and licensed.

A listing of the facilities in which the individuals listed under Section III hold an ownership interest is attached at Attachment 2.

To effectuate this transfer of equity ownership, on November 21, 2025, our office submitted the online licensure application, which is currently under review with the Pennsylvania Department of Health. A copy of the submitted licensure application, along with pertinent attachments uploaded thereto is attached to this notice as Attachment 3.

Thank you for your anticipated courtesy and cooperation. Please contact our office immediately if you have any questions or require additional information.

Sincerely,

David C. Marshall

Enclosures

cc: Joel Epstein w/enc. (via sharefile)