

U.S. SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or
Section 30(f) of the Investment Company Act of 1940

Check box if no longer subject to Section 16. Form 4 or Form 5 obligations
may continue. See Instruction 1(b).

1. Name and Address of Reporting Person*

Plavin Stephen D.

(Last) (First) (Middle)

605 Third Avenue, 26th Floor

(Street)
New York NY 10016

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

Omega Healthcare Investors, Inc. (OHI)

3. IRS Identification Number of Reporting Person, if an Entity (Voluntary)

4. Statement for Month/Year

May 2001

5. If Amendment, Date of Original (Month/Year)

6. Relationship of Reporting Person to Issuer
(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

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

		4.		5.		6.
Owner-		Securities Acquired (A) or Disposed of (D)		Amount of Securities		ship
Form:	7.	3.	(Instr. 3, 4 and 5)	Beneficially		
Direct	Nature of	2.	Code	Owned at End		(D)
or Indirect		Transaction	(Instr. 8)	(A)	of Month	
1.	Indirect Beneficial	Date	Amount	or Price	(Instr. 3	(I)
Title of Security						

Ownership (Instr. 3) (Instr. 4) (Instr. 4)	(mm/dd/yy)	Code	V		(D)		and 4)	
<S> <C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
Common Stock	5/15/01	A*	V	1,046	A	\$2.39		D
Common Stock	5/15/01	A*	V	1,488	A	\$1.68	2,534	D

*Grant of stock for payment of director fees.

</TABLE>
 * If the Form is filed by more than one Reporting Person, see Instruction 4 (b) (v).

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

(Print or Type Response) (Over)

FORM 4 (continued)

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

10. Owner-ship Form of Derivative Security: Direct (D) or Bene-	11. Nature of In-direct Bene-	2. Conversion or Exercise Price	3. Trans-action	4. Securities Acquired (A) or Disposed	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Deriv-	9. Number of Derivative Securities Beneficially Owned
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1. In- Title of Derivative (I) Security (Instr. 4)	Official Owner- ship (Instr. 4)	of Deriv- ative Secur- ity	action Date (Month/ Day/ Year)	Code (Instr. 8) ----- Code V	of (D) (Instr. 3, 4 and 5) ----- (A) (D)	(Month/Day/Year) ----- Date Expira- tion Date Title	Amount or Number of Shares	ative Secur- ity (Instr. 5)	at End of Month (Instr. 4)
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
Options (right to buy)									11,000

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</TABLE>
Explanation of Responses:

/s/ STEPHEN D. PLAVIN June 8, 2001

**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.