

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*

Erickson Thomas W.

(Last) (First) (Middle)
3106 Greenbriar Drive

(Street)
Dallas TX 75225

(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

August 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

<TABLE>
<CAPTION>

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

| In- Title of direct Derivative (I) Security (Instr. (Instr. 3 4) | Official Owner- ship (Instr. (Instr. 4) | Deriv- ative Secur- ity | Date (Month/ Day/ Year) | (Instr. 8) Code | (Instr. 3, 4 and 5) V | (Instr. 3, 4 and 5) (A) | (Instr. 3, 4 and 5) (D) | ----- Date Exer- cisable | Expira- tion Date | Title | or Number of Shares | Secur- ity (Instr. 5) | of Month (Instr. 4) |
|--|---|----------------------------------|----------------------------------|-----------------------|-----------------------------|-------------------------------|-------------------------------|-----------------------------------|-------------------------|-------|------------------------------|--------------------------------|------------------------------|
|--|---|----------------------------------|----------------------------------|-----------------------|-----------------------------|-------------------------------|-------------------------------|-----------------------------------|-------------------------|-------|------------------------------|--------------------------------|------------------------------|

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Options
(right to buy) \$1.59* 4/24/01 A* V 50,000 * * Common Stock 50,000 \$1.59 96,000

</TABLE>

Explanation of Responses:

*Options to acquire 50,000 shares of common stock at an exercise price of \$1.59 per share were granted to the undersigned on April 24, 2001. The options are exercisable from the date of grant until the earlier of (i) the tenth anniversary of the grant date; (ii) termination by new CEO for cause or (iii) November 1, 2005. Options vest on December 31, 2001.

/s/ THOMAS W. ERICKSON

September 10, 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.