

FORM 5

ANNUAL 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).
- Form 3 Holdings Reported
- Form 4 Transactions Reported

1. Name and Address of Reporting Person*

Kloosterman	Harold	J.
-----	-----	-----
(Last)	(First)	(Middle)

338 Sutton Road, P.O. Box 3666

(Street)

Barrington	IL	60011
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(City)	(State)	(Zip)

2. Issuer Name and Ticker or Trading Symbol

Omega Healthcare Investors, Inc. (NYSE: OHI)

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

4. Statement for Month/Year

12/01

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

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

- | | |
|---|--|
| <input checked="" type="checkbox"/> Director | <input type="checkbox"/> 10% Owner |
| <input type="checkbox"/> Officer (give title below) | <input type="checkbox"/> 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

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Table I -- Non-Derivative Securities Acquired, Disposed of,
or Beneficially Owned
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<TABLE>
<CAPTION>

Owner-	4.	5.	6.
Form:	Securities Acquired (A) or Disposed of (D)	Amount of Securities Beneficially	ship
Direct	(Instr. 3, 4 and 5)	Owned at End	
Nature of	-----	of Issuer's	(D)

or Indirect
 1. Indirect Beneficial
 Title of Security
 Ownership
 (Instr. 3)
 (Instr.4) (Instr. 4)

Transaction Date (mm/dd/yy)	Transaction Code (Instr. 8)	Amount	(A) or (D)	Price	Fiscal Year (Instr. 3 and 4)	(I)
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 <S> <C> <C> <C> <C> <C> <C> <C>
 <C>

 Common Stock 12/01/01 A 712 A * \$3.51 41,235 D

 Common Stock 23,269
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 </TABLE>

* Grant of Stock for payment of director fees.

** Shares held directly by spouse.

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 Responses) (Over)

FORM 5 (continued)

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

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 <TABLE>
 <CAPTION>

Owner-ship of Derivative	11. Nature	2. Conversion	5. Number of	7. Title and Amount	9. Number of Derivative Securities
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